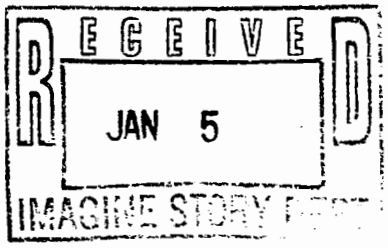

LIFE

by

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FADE IN:

EXT. PARCHMAN PRISON CEMETERY -- DAY

A handful of people are gathered in an open field under a fierce Mississippi sun. A couple of young inmates, JAKE and LEON, lean on their shovels. They are waiting to bury two identical CASKETS with inmate numbers stenciled on the pinewood lids.

A GUARD rests the butt of his rifle on the ground and takes a long, healthy pull from his canteen. He offers it to the PRISON CHAPLAIN, who is much obliged. SUPERINTENDENT BILL BURKE, a 40-year-old black man, glances at his watch and loosens his tie. Sure is hot.

MARY DOHERTY, an elderly white woman in a nurse's uniform, stands behind WILLIE LONG, an ancient inmate sleeping peacefully in a wheelchair. She readjusts an umbrella to shield the old black man from the blistering sun.

Burke dabs his forehead with a handkerchief. He gives the nod to the chaplain, who steps forward and cracks his bible. The men remove their hats.

CHAPLAIN
In accordance with the regulations of the State of Mississippi, we gather here today to lay to rest the remains of inmates R. Gibson, number 4316, and C. Banks, number 4317. Ashes to ashes, dust to dust. May God have mercy on their souls.

BURKE
Go ahead, fellas.

The young inmates plunge their shovels into the dirt. One by one, the mourners head back toward a prison van parked on a nearby dirt road.

NURSE DOHERTY
I'll come back for you in a little while, Willie.

Nurse Doherty walks after the others, leaving Willie alone with Jake and Leon. He rolls his chair up to the edge of the graves and gazes at the pinewood caskets.

JAKE
These two guys friends of yours, old man?

(CONTINUED)

CONTINUED:

WILLIE
We spent some time together.

LEON
Why do I get the feeling when you say some time, you mean some time.

WILLIE
I was already here five years when they came in in 1932.

LEON
1932? That's like, that's like ...

WILLIE
Sixty-five years ago. They always said Parchman couldn't hold 'em forever. Looks like you're finally free, boys.

Willie pulls a bottle of moonshine from his jacket and takes a swig in their honor.

JAKE
Hey, the dude's holdin'.

LEON
Come on, old-timer, hook the brothers up.

Willie passes the bottle to Leon, who takes a swig and winces from the unexpected kick.

LEON
Hell of a way to get out. Heard they burned up in that fire yesterday.

JAKE
I seen the bodies before they sealed 'em up. Them fellas sizzled up good. Looked like some shit from the X-Files.
(taking a swig from the bottle)
Damn, that shit's nasty.

WILLIE
Ray's special recipe. He always had exacting standards where the hooch was concerned.

LEON
What were they, bootleggers?

Willie holds up the bottle, checking the clarity of the liquor.

CONTINUED: (2)

WILLIE
Something like that.

CUT TO:

EXT. NEW YORK CITY STREET (1932) -- NIGHT

A young RAY GIBSON drags thoughtfully on a cigarette as he holds up a similar bottle to the light of a street lamp, examining the contents.

Ray stuffs the bottle in his waistband under his jacket and consults a gold pocket watch. It's a nice one, too. A mechanical melody plays when the face plate opens.

EXT. INDUSTRIAL STREET -- NIGHT

In front of a nondescript brick building, TWO FORMIDABLE BOUNCERS admit WELL-DRESSED PATRONS through a dark doorway. Music is audible from within.

Ray rounds a corner and stops short when he spots the BOUNCERS. He drops back out of sight.

BOUNCER #1
Swear I just saw Ray Gibson.

BOUNCER #2
You better call the boss.

Nodding, the first bouncer heads inside.

INT. SPEAKEASY KITCHEN -- NIGHT

A crew of CHINESE COOKS don't even raise an eyebrow as Ray climbs in through an open window. He moves nimbly through the crowded kitchen, pausing to taste a ladle of soup offered by the HEAD CHEF. He gives it the okay, snatches an egg roll from a passing plate and pushes through the swinging doors.

INT. SPANKY'S -- NIGHT

The speakeasy is jumping, jammed with people. Up on stage a hot JAZZ BAND is playing backup for a seductive CHANTEUSE.

Ray slides through the crowd, pausing at the bar to nibble on the neck of a COCKTAIL WAITRESS. She doesn't even have to turn around.

COCKTAIL WAITRESS
You better get out of here while you can still walk.

(CONTINUED)

CONTINUED:

RAY
I'm not leaving without you.

COCKTAIL WAITRESS
I'm off at two, but I doubt you'll make it till then.

She carries a tray of drinks into the crowd. Ray shakes his head in wonderment at her departing form. The BARKEEP steps up.

BARKEEP
Can't serve you, Ray. You've been cut off.

RAY
Now why would Spanky do that?

BARKEEP
He gets ugly when people don't pay their tabs. If I was you, I'd get my hands on some green before he gets his hands on you.

Unperturbed, Ray scans the room for possibilities. His eyes follow a bottle of French Champagne as it is delivered to a nearby table.

Here sits the straight-laced CLAUDE BANKS with his girlfriend, DAISY. She's enjoying the show. He's polishing the silverware. The WAITER pours two glasses of champagne and leaves the bottle on ice. Claude regards his glass skeptically.

CLAUDE
For the kind of money they charge here, you'd think they could hire somebody to actually wash the dishes.

DAISY
(lifting a glass of champagne)
Just try to enjoy yourself for once, Claude. Here's to your new job down at the bank. I always knew you'd make something of yourself.

CLAUDE
Know what I'm going to buy with my first pay check?

Daisy thinks she does. She leans in, eyes twinkling.

CONTINUED: (2)

CLAUDE
Season tickets to the Yankees. Right there on the first base line.
(off her disappointment)
What's wrong, baby?

DAISY
I was hoping you were gonna say an engagement ring, Claude.

French Champagne shoots out of Claude's nose.

CLAUDE
Engagement ring!

DAISY
That's what respectable folks do. Get a job, get married, start having babies. That's what you want, isn't it?

CLAUDE
Sure it is. I just don't see any reason to rush into things. Damn, look at this shirt. I was going to wear it on Monday. I'll be right back.

Claude leans in to kiss Daisy on the lips. She offers her cheek. He departs.

OVER BY THE BAR

Ray watches Claude make a beeline for the men's room.

INT. MEN'S ROOM -- NIGHT

Claude steps into the bathroom and approaches the sink. A big hand falls on his shoulder and yanks him backwards into a stall ...

INT. STALL -- NIGHT

Claude is shoved down on the toilet by two BAG MEN in suits. Suddenly, it's crowded in here.

BAG MAN #1
Congratulations, Claude. We understand you finally got yourself a job.

BAG MAN #2
Guess that means you can pay Mr. Riley the two hundred dollars you owe him.

CONTINUED:

They rifle through Claude's jacket and quickly find his wallet.

CLAUDE
Now wait a second, guys. I've got a bill to pay out there.

BAG MAN #1
Seventy-five clams. Not bad for a start.

They toss back his empty wallet.

CLAUDE
Come on, fellas, that's my life savings. I'm here with my girl. You gotta leave me something.

BAG MAN #2
We'll leave you with a little advice -- next time you bet on the ponies, make sure you win.

The door swings shut as the bag men depart.

INT. SPANKY'S -- NIGHT

On his way into the Men's Room, Ray squeezes past the bag men on their way out.

INT. MEN'S ROOM -- NIGHT

Glancing around, Ray spots Claude's feet under the stall door. He steps up to the sink, washes his hands and takes a towel from the ATTENDANT. Scanning the assortment of grooming products, he selects a bottle of cologne and slaps some on his face.

RAY
You have any Lucky Strikes?

When the ATTENDANT bends down for a fresh pack of Lucky Strikes, Ray palms a dollar bill from the tip basket.

ATTENDANT
Here you go.

Ray offers the dollar bill to the ATTENDANT.

RAY
Keep the change.

CONTINUED:

ATTENDANT
Thank you, sir.

A toilet flushes and Claude steps over to the sink. Ray unwraps the pack and shakes out a cigarette. The ATTENDANT is quick on the draw with the Zippo. Ray catches Claude's eye in the mirror.

RAY
Don't I know you?

CLAUDE
I don't think so.

RAY
Sure I do. What's your name again?

CLAUDE
Claude Banks.

RAY
Claude Banks. How could I forget that? You've got to remember me. Ray Gibson. We went to high school together.

CLAUDE
You went to Monroe?

RAY
(beaming)
That's right! Good old Monroe ...

Ray throws his arms around Claude, deftly snatching his wallet. Claude extracts himself from Ray's embrace.

CLAUDE
Well, I went to Jefferson, so you must have a different Claude Banks in mind.

Claude straightens his jacket and heads for the door. Ray quickly stashes the stolen wallet in his jacket.

RAY
Sorry, man. My mistake.

INT. SPANKY'S -- NIGHT

On the stage, the chanteuse has downshifted into a sultry number about back-door lovers and broken dreams.

Ray steps out of the men's room and is instantly collared by the bouncer who had been guarding the front door.

CONTINUED:

BOUNCER #1
I hope for your sake you're prepared to settle your tab. We accept cash or teeth.

RAY
Watch the threads, Bullethead. Ray Gibson always makes good on his debts.

Pressed up against the wall, Ray reaches into his jacket and produces Claude's wallet. The bouncer snatches it, inspects it and is not impressed.

BOUNCER
Hold it up to your ear, you can hear the ocean.

The bouncer stuffs the wallet back into Ray's jacket and hustles him through a back door marked PRIVATE.

OVER AT CLAUDE'S TABLE

Claude returns to the table where Daisy is sipping champagne. He takes the glass out of her hand.

CLAUDE
Come on, honey, let's get out of here.

DAISY
But I'm having a good time ...

WAITER
Excuse me, sir, I believe you forgot this.

The waiter presents Claude with the bill.

CLAUDE
The bill. Of course, the bill. We couldn't leave without paying the bill. Especially such an incredibly large bill ...

INT. VAN -- NIGHT

Claude is shoved into the back of the van and the doors are slammed behind him. He bangs and shouts, but it's no use.

RAY
Save your energy, Claude. You're gonna need it.

Ray is stretched out against the back wall. Claude is knocked to the floor as the van lurches into motion.

CONTINUED:

CLAUDE
Where they taking us?

RAY
Probably to Spanky's headquarters down at the pier. Here, this belongs to you.
(tossing Claude his wallet)
It was empty when I found it.

CLAUDE
Good old Monroe.

Ray swigs from his bottle and offers it to Claude, who isn't interested.

RAY
What I want to know is what happened to your cash between the time that you got up from the table and when I caught up with you in the bathroom?

CLAUDE
I don't see where that's any of your business.

RAY
Did those two muscle heads shake you down? Swear I've seen them down at the track with Sure-shot Riley. That was it, wasn't it? A gambling debt.

Busted, Claude snatches the bottle and carefully wipes off the neck before tilting it high. Ray gets a good chuckle out of this straight cat in the bow tie.

CLAUDE
What do you suppose they're gonna do to me?

Ray lights a cigarette, releasing a plume of smoke. Claude waves the air with disgust.

RAY
Dine and ditch? They usually just cut off a finger.

CLAUDE
A finger!

RAY
Over fifty bucks, you're probably looking at a thumb.

CONTINUED: (2)

CLAUDE
Fifty bucks, huh?
(doing the math)
That include the tip?

EXT. PIER -- NIGHT

The van pulls into a the loading bay of a warehouse at the end of a short pier on the Harlem River.

INT. WAREHOUSE -- NIGHT

SPANKY JOHNSON uses a small silver spoon to take an ample snort of cocaine into each nostril. He leans back to let the drug do its thing.

Spanky hardly bothers to look up as his henchmen drag Ray and Claude before him. Ray is cool and subdued. Claude is visibly distressed.

CLAUDE
Look, Mr. Johnson, you seem like a reasonable man. I got a good job starts Monday. I'll pay you back with my first pay check. With interest. I don't want to tell you how to conduct your business, but if you cut off my finger you won't get jack. Working an adding machine, I gotta be whole.
(his fingers dancing over imaginary keys)
Just think you oughta consider that before you do something I might regret.

Spanky casually casts an eye to Ray.

SPANKY
Is this chatterbox a friend of yours, Ray?

CLAUDE
I never saw this man before tonight. He's a lowlife degenerate who lurks in bathrooms. I'm a professional man, an upstanding citizen. I even go to church on Sunday. I need my thumbs and all my fingers for praying and doing good ...

Spanky holds up a hand, silencing Claude.

CONTINUED:

SPANKY
Drop him.

CLAUDE
Drop him? What does drop him mean?

Claude protests loudly as the henchmen bind his hands and feet, string him up to a pulley and dangle him over a hole in the floor. Several feet down, the Harlem River laps against the wooden pylons.

CLAUDE
No, not down there! That water's filthy! Help me out here, man!

Shrugging, Ray pinches his nose and puffs out his cheeks. The henchmen release the rope and Claude plunges into the water. Spanky turns to Ray.

SPANKY
You picked the wrong night to fuck with me, Ray. I just lost three men and a truck full of Canadian whiskey. You know what that kind of thing does to my business? It makes me want to lash out and hurt somebody.

The henchman pull on the rope. Claude dangles half way out of the water, gasping and choking.

CLAUDE
Fellas, can't we work something out? --

They release the rope and Claude plunges back into the river.

SPANKY
I love to watch 'em squirm. But don't worry, Ray. When your turn comes, we'll make it quick.

RAY
Before you kill me, Spanky, you might want to take a look at this.

Ray reaches into his jacket. A henchmen quickly sticks a gun up against his ear. Ray cautiously pulls out the bottle.

SPANKY
What's that, some of your bathtub brew?

CONTINUED: (2)

RAY
It's Puerto Rican rum. And I can get more. A lot more.

Ray tosses Spanky the bottle. He uncorks, sniffs, samples the goods. He's impressed.

RAY
Comes up the Mississippi. I was thinking about going into business for myself, but under the circumstances, I'd be willing to take on a partner.

Once again, the henchmen yank on the rope and Claude comes up sucking air desperately.

CLAUDE
Now I'm getting mad. I was supposed to wear this suit on Monday!

They release the rope, submerging Claude for a third time.

SPANKY
I'm interested. Keep talking.

RAY
All I need is the front money and a truck. I could be back in two, three days tops if I had somebody to share the driving.

Spanky considers the terms. Can he afford to trust Ray? Can he afford not to?

SPANKY
I've given you a lotta leeway over the years on account of your father, but if you fuck me on this one, I'll spare no expense.

RAY
Understood.

SPANKY
Alright, Ray, you've got a deal. Pick your man and get going.

Ray glances around. The pulley rope is still twitching in the water.

CONTINUED: (3)

RAY
I'll take the little chatterbox, if you don't mind.

SPANKY
If I was you, I'd want somebody who can handle himself in a tight spot.

RAY
I just want somebody who won't put a bullet in my back once the truck is full.

Spanky sees Ray's point. He nods to the henchmen. They yank on the rope, hoisting Claude's limp body out of the water and onto the cement. Spanky peers down at Claude as he sputters back to life.

SPANKY
For your sake, I hope you can drive. Somebody give him some dry clothes.

CUT TO:

THE SPINNING WHEEL OF A TRUCK

The CAMERA MOVES UP the side of the old Ford truck to find Claude sitting pensively in the passenger seat, looking uncomfortable in a garish gangster suit.

INT. TRUCK (MOVING) -- DAY

Ray palms the wheel, enjoying a cigarette.

RAY
You look good in yellow checks.

Claude glares out the window.

RAY
Tell me about that fine-looking woman you were wining and dining last night. You two been seeing each other a long time? Planning on tying the knot one of these days?

Tight-lipped, Claude shifts in his seat.

RAY
Sometimes I wish I could find the right lady to settle down with, but I suppose I'm just a tomcat by nature.
(tosses his cigarette out the window)
(MORE)

(CONTINUED)

CONTINUED:

RAY (cont'd)
We pull this thing off, it's gonna seriously improve my relationship with Spanky. He's a good man to have on your side. He's got the capital and the connections. That's what you got to have in that business. See, I think Spanky's place is alright, but one of these days I'm gonna open up my own establishment. Ray's Boom-Boom Room. You like that? It's got a certain ring, don't you think?

If Claude does like it, he's not letting on.

RAY
We're in Virginia. You haven't said a word since we started.

Claude just stares out the window at the passing countryside.

RAY
Hate to throw it in your face, but if it wasn't for me you'd be washing up on the beach at Coney Island right about now. Least you could do is make some friendly conversation.

CLAUDE
Look, man, I don't want friendly conversation. I don't want to be your friend. I've seen your friends and I don't like them. I just want to do this thing and get back to New York in time to start my job.

RAY
Start your job? What kind of job?

CLAUDE
(states proudly)
Bank teller at First Federal of Manhattan. I'm responsible for keeping track of hundreds, occasionally thousands of dollars. And I'm gonna have my own set of keys because I open up in the morning.
(snapping his fingers excitedly)
Gotta remember to change the date on that little calendar gizmo. Make sure there's ink in all the wells and deposit slips in all the slots and a rose at every window. Or was it a carnation? Anyway, I'm supposed to bring sweet rolls for the senior tellers, so if I ain't there 8
(MORE)

CONTINUED: (2)

CLAUDE (cont'd)
a.m. Monday morning, I'll be in big trouble.

Beat of silence. Ray laughs to himself.

CLAUDE
What?

RAY
Nothing.

CLAUDE
No, tell me what's so funny.

RAY
I don't know. Bank teller. Sounds like ladies work to me.

CLAUDE
Well, maybe I should grope around in other people's clothes for money. It's obviously been highly successful for you.

RAY
Hey, you'd be surprised what you find in other people's pockets. Just gotta avoid them deadbeat bank tellers. Get you every time.

CLAUDE
Bank teller's just a start. I got plans. This time next year I'll be a loan officer.

RAY
A loan officer. So you mean, if I needed some cash to get my nightclub up and running, I would have to talk to somebody like you?

CLAUDE
That's right.

Ray pulls out his pocket watch. The mechanical tune plays as he checks the time.

RAY
How would I get a loan, say to get the Boom Boom Room started?

CONTINUED: (3)

CLAUDE
You need collateral.

RAY
(re: watch)
Like this?

CLAUDE
That thing? Who'd you steal it from?

RAY
My daddy gave me this watch.

CLAUDE
Yeah? Who'd he steal it from?

Ray slams on the brakes. The truck skids to a halt right there in the middle of the road.

RAY
My daddy is dead so watch your mouth. You can say what you want about me, but don't be dragging my daddy into it. This watch means the world to me. Solid gold. Keeps perfect time.

CLAUDE
Looks like a fake to me. Loan denied!

Ray stuffs his daddy's watch back in his pocket.

RAY
You know what, man? Fuck you, Claude. I'll take my business elsewhere. And for future reference, you are no longer welcome at Ray's Boom-Boom Room.

CLAUDE
There is no Boom-Boom Room.

RAY
When there is, you can forget about it. And I swear to God, you ever talk about my daddy again I'm gonna kick your bank-telling, loan-denying ass, you got me?

CLAUDE
Oooh ...

Ray throws the truck into gear.

CONTINUED: (4)

RAY
I'm hungry. Let's find something to eat.

EXT. ROADSIDE DINER -- DAY

The truck veers off the highway and jerks to a halt in front of the rundown establishment.

INT. ROADSIDE DINER -- DAY

A dozen WHITE FOLKS look up as Ray and Claude push through the door and shake off the rain.

RAY
Man, something smells good in here. How's everybody doing?

Nothing but sullen stares from all corners of the room.

CLAUDE
(sotto)
Maybe we oughta find another place.

RAY
Are you kidding? Tell me you don't want a slice of that pie right over there.

CLAUDE
I must have left my appetite outside, which is where I think we ought to be right now.

Claude tugs Ray towards the door but Ray won't be dissuaded. He boldly addresses a YOUNG MAN in an apron behind the counter.

RAY
Good evening, Billy. We'd like some coffee and a couple of slices of that homemade pie you've got advertised.

BILLY
How you know my name's Billy?

RAY
Why, it's written right there on your shirt.

Billy glances down at the stitching on his shirt.

CONTINUED:

BILLY
That what that says?

Billy's **MAMA** sets a piping hot pie on the back counter and steps up next to her son. She casts a disparaging glance at Claude's suit.

MAMA
If you boys can read so good, how come you missed that sign in the window?

Claude considers the sign she's pointing to.

CLAUDE
You mean this sign? The one that says "No Coloreds Allowed." That's a good question. Ray, how come we missed the sign?

RAY
Look, ma'am, we've been driving all day. We'd just like to purchase one of those pies and we'll be on our way.

MAMA
Those are whites-only pies.

RAY
Whites-only pies. You people got a helluva sense of humor down here. Don't those look like plain old pies to you, Claude?

Claude glances around nervously.

CLAUDE
No man, any fool could see those are whites-only, not-for-blacks, come-on-let's-get-the-fuck-outta-here pies.

RAY
I bet five dollars will turn that one right there into a colored pie.

Mama casually pulls a shotgun from under the counter.

MAMA
And I bet a couple rounds of buckshot will turn you into a colored pie.

CONTINUED: (2)

CLAUDE
How about that, Ray? The woman has a gun. Can we go now?

RAY
How far are we from Natchez?

MAMA
Thirty miles. They got food for boys like you down there.

CLAUDE
Okay, thank you very much.

Ray gives the whole place a cool once-over as Claude pulls him out the door. Mama turns to Billy, still studying the stitching on his shirt.

MAMA
Don't be concentrating so hard, baby. You're liable to seize up.

EXT. ROADSIDE DINER -- DAY

Ray and Claude walk toward the truck.

RAY
Thanks for backing me up in there, Uncle Claude.

CLAUDE
Don't Uncle Claude me. You get a load of those crackers? Couldn't have been a mouthful of teeth among the bunch of 'em. Why you want to pick a fight with people like that for?

RAY
You're soft.

CLAUDE
What'd you say?

RAY
I said you're soft.

CLAUDE
Hey, man, don't ever call me that.

RAY
I call it like I see it, and what I see is definitely soft.

CONTINUED:

Claude scoops up a rock from the ground. He looks at the diner and hesitates. Ray mouths the word -- "soft." Enraged, Claude winds up and lets it fly. The rock crashes through the dinner window, a direct hit. They look at each other, then scramble into the truck. The truck peels out of the parking lot as mama emerges from the diner with her shotgun blazing.

EXT. DOCKS -- NIGHT

The truck rolls up to the waters edge. Ray kills the engine and flashes the lights twice. A few tense moments pass. Then a FAT MAN appears, shines a flashlight in their faces.

RAY
We're looking for Slim.

SLIM
You found him.

Ray and Claude share a glance.

EXT. DOCKS -- NIGHT

Under cover of darkness, a couple of MEN finish loading crates into the bed of the truck. Ray and Claude keep their eyes peeled for the law. SLIM steps up, wiping his hands.

SLIM
That's it, fellas. Thirty six cases of Puerto Rico's finest. At 10 bucks a case, that's $360.

Ray pulls out a wad and slaps it in Slim's sweaty palm.

RAY
Nice doing business with you, Slim.

SLIM
I'll have another shipment in a couple of weeks if the weather holds.

CLAUDE
Come on, let's hit the road.

Claude pulls Ray toward the truck. Down by the river, they can see lights and hear music from a district of rowdy juke joints.

RAY
Man, that music is hot. Hey, Slim, what goes on down there?

CONTINUED:

CLAUDE
Time to go, Ray.

SLIM
That's Natchez-under-the-Hill.

RAY
Blacks welcome there?

CLAUDE
Here we go. Lotta driving in front of us ...

SLIM
Green's the only color that matters under the hill. They got gambling, girls. You oughta check it out.

RAY
We might just do that, Slim.

Slim slips into the shadows. Ray looks at Claude, who shakes his head emphatically.

CLAUDE
Forget about it, Ray.

RAY
We've been driving for two days straight.

CLAUDE
We did what we came for, now let's get the hell out of here.

RAY
We deserve a little reward.

CLAUDE
I'll get my reward when I say goodbye to you.

RAY
You oughta loosen up, Claude. There's people down there having fun. I want to be one of them. I want you to be one of them. Come Monday you'll be a bank teller, but tonight you're a bootlegger with a truck full of Puerto Rican rum and a fistful of cash.

A look of excitement crosses Claude's face, but he quickly shakes it off.

CONTINUED: (2)

CLAUDE
That's gas money.

Exasperated, Ray stuffs a few bills into Claude's pocket.

RAY
There's your gas money. You stay here and watch the truck. And don't worry, I've got the keys.

Left alone, Claude mutters and kicks at the dirt. He leans against the truck.

UP AHEAD

Ray emerges from the woods and heads down the hill toward the juke joint. Claude hustles up next to him.

CLAUDE
I'm just gonna keep an eye on you, make sure you don't do anything stupid.

INT. JUKE JOINT -- NIGHT

A ramshackle den of iniquity on the banks of the Mississippi. The band is laying down some serious Delta blues, creating an inviting atmosphere for sin and moral corruption.

On a far side of the room, Ray is playing poker with some LOCALS. He seems to be having a good night, mostly at the expense of WINSTON HANCOCK, a formidable black man with an eye patch. Ray sweeps in another big pot and puffs happily on his cigar.

OVER AT THE BAR

Perched on a stool, Claude shoots a dark look at Ray and motions for the door. Ray waves him off and returns to his game. Claude shakes his head in frustration. Then he becomes aware of a soft, young female hand on his shoulder.

SYLVIA
I've never seen you in here before.

CLAUDE
(staring at the hand)
That's because I've never been here before.

SYLVIA
I'm Sylvia. What's your name?

CONTINUED:

Against his better judgement, Claude's gaze follows the long, slender arm up past a bare shoulder and settles on SYLVIA'S angelic face. He is struck dumb.

SYLVIA
Can't you remember your own name?

CLAUDE
I know it begins with a "C" ...

SYLVIA
Well, Mr. "C", how about buying a girl a drink?
(to the bartender)
Two bourbons.

CLAUDE
I really shouldn't. I gotta keep an eye on my friend.

SYLVIA
He looks like he can take care of himself.

The drinks arrive. She places a shot glass in Claude's reluctant hand. She winks provocatively and slowly pours the whiskey down her throat. Instinctively, Claude tosses back his shot.

CLAUDE
Claude. That's my name. Claude. That's never happened before.

SYLVIA
You're cute. You have any money, Claude?

CLAUDE
Twenty dollars. But I need it to get home.

SYLVIA
Why would you want to go home? It's so early.

The bartender refills their glasses.

BACK AT THE POKER TABLE

Winston considers his cards, hardly looking up as a WAITRESS lays down a cocktail napkin and sets a drink down on top of it. Winston glances at Ray, who pushes all of his money into the center of the table. The three other PLAYERS fold with disgust. Winston pushes everything he has into the center of the table.

CONTINUED:

WINSTON
Call.

Ray lays down his hand.

RAY
Full boat, ladies doing the paddling.

WINSTON
Four jacks.

Chuckling, Winston rakes in his winnings. The game is over for the night. The three other players head to the bar.

WINSTON
Don't take it too hard, New York. Have a round on me.

Winston tosses a silver dollar to Ray, who snatches it out of the air and cracks a big smile.

RAY
That's a nice little scam you got going with the cocktail waitress.

WINSTON
I don't know what you're talking about.

RAY
I'm talking about the bourbon with four jacks.

WINSTON
You got me all wrong.

RAY
Do I?

Ray flips over the cocktail napkin to reveal an extra pile of cards.

RAY
Looks like you had a whole lot of nothing in your hand until she came along. I'd hate to think what those three ugly fellas over there would do if they found out about this.

Winston glances casually about to see who has seen this.

CONTINUED: (2)

WINSTON
Would you settle for half the pot?

RAY
I'll settle for all of it.

Busted, Winston hands over the stack of bills. Ray pockets the cash and checks his watch.

RAY
Time to go. Have a round on me.

Ray tosses the silver dollar back to Winston and heads for the bar. Claude's nowhere to be found. He catches the bartenders attention.

RAY
There was a guy who was sitting right here.

BARTENDER
Try room 13. Top of the stairs, make a left.

Ray turns to find Winston right behind him. He has an unlit cigarette dangling between his lips.

WINSTON
Gotta light?

Cautiously, Ray obliges. Releasing a plume of smoke, Winston drops one arm over Ray's shoulder. With his other hand, he produces a stiletto and springs the blade. Ray's eyes narrow. Winston plunges the long knife into an open jar of pig knuckles on the bar, spearing a briny snack.

WINSTON
Pig knuckle?
(Ray shakes his head)
Don't know what you're missing. Put it on my tab, Charlie.

The bartender nods. Winston saunters out the door. Ray heads upstairs.

INT. BORDELLO HALLWAY -- NIGHT

Ray stops at room 13 and is about to knock when he hears the sounds of lovemaking from within. He turns the knob and glances in, getting an eyeful of Sylvia and Claude in the middle of a big feather bed. She's on top and he's got a real serious look on his face. Whatever's happening beneath those sheets is taking all his concentration. Ray closes the door. That mystery's solved.

EXT. RIVER STREET -- NIGHT

Moonlight dances on the river's surface. It's one of those perfect southern nights. Winston finishes counting a wad of bills and stashes it in his vest. Then he produces Ray's pocket watch and pops it open. A smile crosses his face as the mechanical tune plays.

A sheriff's sedan rounds a corner, illuminating Winston in its headlights. The car pulls up and SHERIFF WARREN PIKE steps out. Distinguished by a casual cruelness, he's a young white man who loves his uniform.

PIKE
Well, well, well. If it isn't Winston Hancock. How's that eye?

Winston tries to move past Pike, but the sheriff blocks his path with a night stick. As Winston backs off, another squad car pulls up behind him. TWO DEPUTIES step from the car, guns drawn.

PIKE
I thought we agreed that you were gonna leave town.

WINSTON
I tried to leave, Sheriff Pike. But your wife begged me to stay.

Pike slams Winston with his club, sending the black man to his knees. As Winston struggles back to his feet, the stiletto flashes and he lunges for the sheriff, slashing his cheek. The deputies grab Winston from behind, holding him by both arms. The long knife clatters to ground. Pike touches his face, examining the blood on his fingers.

PIKE
You just committed suicide, boy.

INT. JUKE JOINT -- NIGHT

Claude hitches up his suspenders as he comes down the stairs. He finds Ray having a cigarette at the now-empty bar.

CLAUDE
Hey, Ray. I've been looking for you.

RAY
Here I am.

CONTINUED:

CLAUDE
Guess we better get going, huh?

RAY
That's a good idea. Still got that twenty dollars?

CLAUDE
Well, not exactly. See, I met this girl. Real nice girl. God-fearing girl. Her name's Sylvia.

RAY
Sylvia?

CLAUDE
She's in a tight spot. Her mama needs this operation, and they ain't got the money for it. Their church took up a collection but they were still short ...

RAY
So you made a generous contribution.

CLAUDE
What can I say? When the spirit moves me ...

RAY
That was mighty charitable of you, Claude. Lucky for us I won big at the poker table.

Ray pats his pocket and stops short. Panicked, he rifles through all his pockets.

RAY
The old stiletto-in-the-pig-knuckle-jar trick. That one-eyed bastard cleaned me out.

CLAUDE
What are you telling me? You got pickpocketed? That's rich.

RAY
He even got my daddy's watch.

CLAUDE
Fuck that cheap-ass watch --
(off Ray's glare)
I mean, how the hell are we gonna get home without any money?

CONTINUED: (2)

RAY
We've still got 36 cases of rum. That's better than money.

EXT. RIVER BANK -- NIGHT

Ray and Claude trudge along the water's edge.

CLAUDE
You sure the truck's this way?

RAY
Unless somebody's moved the river.

Claude pauses, looking back the way they came.

CLAUDE
I swear it was back that way.

Suddenly, the bloodied figure of Winston Hancock lurches from the shadows and grabs Claude by the lapels. Claude is too scared to scream, staggering backward. But the man's grip loosens and he slips to the ground.

CLAUDE
(croaking)
Ray ... Yo, Ray ...!

Ray turns back to find Claude trembling with fear and covered in blood.

RAY
What the fuck happened to you?

Claude can't look. He just points down. Ray eyes widen. He kneels down and turns Winston's body over.

CLAUDE
I think he's hurt pretty bad.

RAY
He's dead.

CLAUDE
Oh, man, I've never seen a dead body before!

Much to Claude's horror, Ray starts rifling through Winston's pockets.

CONTINUED:

CLAUDE
What do you think you're doing?!

RAY
This is the guy who picked my pocket.

CLAUDE
The man's been dead for two seconds! Don't you have any respect?

RAY
It ain't here.

CLAUDE
What ain't there?

RAY
My daddy's watch.

Suddenly, the glare of two bright headlights from a pickup truck freeze Ray and Claude in a guilty tableau. FIVE WHITE MEN appear at the edge of the embankment holding shrimp nets and a couple of lanterns.

MAN WITH LANTERN
What's going on here?

Ray gingerly releases Winston's lifeless body.

MAN WITH LANTERN
What's wrong with that one?

RAY
Him? He's just drunk.

CLAUDE
Yeah, nobody puts 'em away like old what's-his-name.

RAY
Winston. His name's Winston.

CLAUDE
Come on, Ray, better get Winston back to the truck.

Claude and Ray hoist Winston's body to its feet. The fisherman raises his lantern, takes a closer look at Winston's face.

CONTINUED: (2)

MAN WITH LANTERN
This fella looks dead.

Ray and Claude check for themselves.

CLAUDE
Would you look at that, Ray. Winston up and died on us.

RAY
Hell with him then. If he can't share the driving, he can't ride in the truck.

MAN WITH LANTERN
(to one of the men)
Billy Bob, better get your shotgun.

RAY
Whoa, wait up, Billy Bob. We don't need no shotgun. Somebody else did this.

CLAUDE
That's right, we didn't hurt nobody here. We just found him.

MAN WITH LANTERN
Save it for the sheriff, boy.

The sheriff? That's the last thing they wanted to hear. Ray and Claude hurl Winston's body onto the man with the lantern and make a break for the woods. The rednecks help their friend up and give chase.

EXT. THE WOODS -- NIGHT

Ray and Claude race through the underbrush, leaping over logs and ducking under low-hanging branches.

EXT. THE WOODS -- NIGHT

FIVE REDNECKS with shotguns crash through the bushes in hot pursuit, whooping and hollering.

EXT. THE WOODS -- NIGHT

Ray and Claude roll down a hillside and regain their footing. Up ahead, on the other side of a chain-link fence, the truck gleams in the moonlight. Hearing the rednecks closing in behind them, they fling themselves onto the fence.

Claude clears the fence first and scrambles for the truck. Ray's jacket snags on a piece of wire as he drops down from the fence.

INT. TRUCK -- NIGHT

Claude jumps up behind the wheel and twists the key. The engine roars to life.

CLAUDE
Come on, Ray, time to go!

RAY
I'm stuck!

Ray dangles helplessly from the fence like a marionette. The lantern moves down the hill toward him. If Claude floored it right now, he could make it to the road. But he can't just leave Ray hanging there. Cursing, he leaps down from the truck.

EXT. FENCE -- NIGHT

Claude runs up and grabs Ray's legs, pulling for all he's worth. Up the hill, that lantern keeps getting closer.

RAY
Careful with the jacket. Cost me ten dollars ...

The jacket rips free, sending Ray and Claude tumbling to the ground just as the rednecks race up on the other side of the fence. Claude and Ray leap to their feet and turn toward the truck -- running smack into the barrel of Billy Bob's shotgun. The two rednecks grin victoriously, squirting tobacco juice. With nowhere left to run, Claude and Ray raise their hands.

INT. NATCHEZ JAILHOUSE -- NIGHT

The rednecks are laughing and passing around a bottle of bootleg rum with the DEPUTY on duty.

IN THE HOLDING CELL

Ray tests the window bars. Solid. Meanwhile, Claude watches a cockroach scuttle across the floor

RAY
Hey, Claude, I just want to say I know you coulda left me back there, but you didn't ...

CLAUDE
Don't mention it.

CONTINUED:

RAY
Hell, you'd probably be half way back to New York by now ...

CLAUDE
I'm serious, man. Don't mention it. Ever. As far as I'm concerned we're even. So from now on, just do me a favor and keep your distance.

RAY
Man, this is gonna delay everything. Spanky's gonna be pissed.

CLAUDE
Spanky's gonna be pissed? Poor Spanky. Fuck Spanky! What the hell kind of a name is Spanky, anyway?

Claude stomps the roach. The jailhouse door opens and Sheriff Pike walks in. He pauses to give the prisoners the once-over. There's a fresh bandage over the cut on his cheek.

PIKE
What do we have here?

DEPUTY
Billy Bob and the boys found them down by the river with Winston Hancock. He was dead. Looks like murder.

PIKE
You don't say.

DEPUTY
Looks like they was running rum. Got thirty six cases of evidence out back. You want I should call in the federal prosecutor?

PIKE
Let's not drag the feds into this. I can think of better uses for that rum than letting it collect dust in some government warehouse up in Nashville.

Pike winks at his deputy, then turns to regard the prisoners.

PIKE
Besides, why bother with bootlegging when we got us a clear cut case of murder?

CONTINUED: (2)

RAY
Excuse me, sheriff. As we explained to your associate here, there's been a mistake. We didn't kill anybody. Now, as for the bootlegging, we happen to work for a very important man in New York.

CLAUDE
That's right. Does the name Spanky Johnson mean anything to you?

PIKE
Afraid not.

RAY
Mr. Johnson is very well connected. If you were to let us go, I guarantee he would show you his appreciation, if you know what I mean.

PIKE
Are you offering me a bribe?

RAY
I'm just trying to pay the toll on the road to justice.

PIKE
You may be able to buy your way out of trouble up in New York City, but down here we take murder seriously.

CLAUDE
Look, man, how many times we gotta tell you people, we didn't kill that guy!

PIKE
Well, if that's the case, then you don't have anything to worry about, do you?

Pike turns his back on the prisoners and checks the time on a gold pocket watch -- Ray's pocket watch. But from his cell, Ray can't hear the mechanical tune.

PIKE
Time to get home to the missus. See y'all in the morning.

In the cell, Claude turns to Ray.

CONTINUED: (3)

CLAUDE
The man's gotta point. We're innocent, after all. I just gotta get a good night's sleep on this filthy mattress. Keep our heads on straight, stay cool, what's the worst thing that could happen to us?

SMASH CUT TO:

INT. COURTROOM -- DAY

The CAMERA Scorseses in on the JUDGE'S face ...

JUDGE
Life!

The gavel comes down with a thundering crash. Stunned, Ray and Claude resist the BAILIFFS' efforts to remove them from the courtroom.

RAY AND CLAUDE
Life?

CLAUDE
What's life mean?

RAY
How long is life?

CLAUDE
There's no way I can do life --

RAY
We were just walking back to the truck --

CLAUDE
I start a job on Monday morning --

RAY
He's gotta bring the sweet rolls --

They continue to protest loudly as they are dragged bodily through the door.

EXT. COUNTRYSIDE -- DAY

Blues music kicks in as a prison transport bus rolls down a dirt road cutting through the bleak Mississippi Delta.

INT. BUS (MOVING) -- DAY

LONG-CHAIN CHARLIE, a white prison sergeant, drives the bus. A shot gun hangs within easy reach.

The CAMERA MOVES BACK past grim-faced PRISONERS with their hands and feet shackled. We arrive at Ray and Claude sitting in stunned silence as the bus lurches along.

EXT. PARCHMAN PRISON -- DAY

The bus veers off the county road and passes under a sign: MISSISSIPPI STATE PENITENTIARY AT PARCHMAN.

INT. ADMINISTRATION BUILDING -- DAY

A DOCTOR glances into Ray's mouth and examines both eyes before holding a stethescope against his chest.

DOCTOR
Cough.

Ray complies. Satisfied, the doctor nods him over to the REGISTRAR, a leathery old crone with a cigarette permanently attached to her lower lip. She expels a plume of blue smoke in his face.

REGISTRAR
Name?

RAY
Ray Gibson.

REGISTRAR
Colored, negro or nigger?

RAY
Excuse me?

REGISTRAR
Colored, negro or nigger?

RAY
That's like a trick question, right?

She just stares back at him, cigarette smoldering. Apparently it's not a trick question.

RAY
I'm gonna go with negro on that one.

Smirking, she makes a notation and issues him a pair of "ring-arounds" -- shirt and pants with horizontal black and white stripes.

CONTINUED:

REGISTRAR
Your number's 4316. Forget it, you spend a night in the hole. Next.

Ray joins a group of prisoners by the wall as Claude steps up.

REGISTRAR
Name?

CLAUDE
Claude Banks. Could you tell me who I talk to about special dietary needs?

REGISTRAR
Colored, negro or nigger?

CLAUDE
Whatever he said.

REGISTRAR
4317. Forget it, spend a night in the hole.

Claude takes his uniform and joins the group by the wall. HOPPIN' BOB, an uncommonly ugly black trusty, enters the room carrying a shotgun. He eyes the prisoners with disinterest.

REGISTRAR
Hoppin' Bob?

HOPPIN' BOB
Yes'm.

REGISTRAR
Tell Sergeant Dillard I'm sending him five coloreds, two negroes and a nigger. But he should work 'em all like niggers.

HOPPIN' BOB
Yes'm.

Gesturing with his gun, Hoppin' Bob moves the men out. Sgt. Dillard's voice PLAYS OVER ...

DILLARD (V.O.)
Here at Parchman Farm you will be provided with ample opportunity to repay your debt to society through the rigors of hard labor ...

EXT. PARCHMAN -- DAY

Hoppin' Bob drives a mule cart down the main dirt road. The new prisoners are crowded in the back getting a look at the harsh reality that awaits them. Cotton fields stretch to the horizon in every direction. HOE-GANGS till the earth under the watchful gaze of TRUSTY SHOOTERS ...

DILLARD (V.O.)
The state of Mississippi has given us 20,000 acres. That's 46 square miles of cotton to tend to. You're gonna get up early, you're gonna go to bed late. And in between harvest and planting season, we got fields need clearing, roads need building and ditches need digging ...

Along the road, CONVICTS cast hard looks at the new men as the cart passes ...

DILLARD (V.O.)
We are a self-sufficient operation. We got a sawmill, a brick yard, a slaughterhouse, a vegetable canning plant and two cotton gins. You will eat only what you can grow. Your crop don't come in, you'll go hungry. If you die, we'll find somebody to replace you ...

A WHITE SERGEANT on horseback shifts his rifle and casually spits tobacco juice in the dirt ...

EXT. CAMP 8 -- DAY

A low-slung, single-story bunkhouse surrounded by a dirt yard. Two shooter shacks sit at diagonal corners of the yard. In each shack, two trusties with rifles keep vigilant watch over the camp. SGT. FRED DILLARD paces down the line of new men as Hoppin' Bob unlocks their leg irons.

DILLARD
This here is Camp 8. Camp 8 is for incorrigibles, so whatever you've done to get here, believe me, we're not impressed. You new men are probably noticing that we have no fences here at Camp 8. We don't need no fences, we have the gun line. It runs from shack to shack clear around the yard. You are now inside the gun line. If you step outside the gun line without my permission, you will be shot. If you trip and fall over the gun line, you will be shot. If you spit, if

(MORE)

CONTINUED:

DILLARD (cont'd)
you pee, if you stick your ass out and take a dump over the gun line, you will be shot.

Dillard plucks a hat off one of the new prisoners and tosses it over the gun line. SHOTS ring out from the nearest shack. The hat is torn to shreds.

DILLARD
One of my trusties puts a bullet in you when you're trying to run, I'm liable to give him a pardon for saving me the trouble of tracking you down, so you can bet their aim is true.

Dillard puts a cigarette in his mouth. Hoppin' Bob is right there with the flame.

DILLARD
My name is Sgt. Dillard. In the unlikely event that you need to address me, you call me boss. You already met this handsome fella right here. Hoppin' Bob's my ace boon coon. You run afoul of Hoppin' Bob, you run afoul of me.

Nodding to Bob, Dillard saunters off.

HOPPIN' BOB
New men, strip down!

Self-consciously, the men begin to undress.

INT. BUNKHOUSE -- DAY

Double bunks line the walls, with a footlocker for each inmate. As usual, there's a poker game going on.

HOPPIN' BOB
Okay, ladies, got some fresh meat for ya!

All activity comes to a halt as the naked recruits shuffle into the cage, clutching their uniforms over their privates. Hoppin' Bob slams the metal doors shut behind them.

HOPPIN' BOB
We ain't got no wallflowers at Camp 8. Everybody gotta dance eventually. But don't worry, they won't try nothing tonight. That would take all of the fun outta the courtship.

CONTINUED:

The INCORRIGIBLES hungrily eye the new men, moving in for a closer look. Catcalls and whistles fill the air. Despite himself, Claude hovers close to Ray as they move down the gauntlet of leering prisoners to their assigned bunks. The CAMERA SETTLES on a much younger WILLIE LONG.

EXT. CAMP 8 YARD -- DAWN

A mangy DOG sleeps on the porch as a TRUSTY bangs on the rap iron. Prisoners spill out of the bunkhouse and line up for breakfast -- a ladle of water and a hard biscuit. Starving, Ray and Claude tear into their meager rations. Willie pauses on his way to the mule cart.

WILLIE
Word of advice. Save some for later when you're really hungry.

Ray and Claude stop chewing. Later? Hungry? Fuck.

EXT. DIRT ROAD -- DAY

As the sun comes up, two mule carts carry the 50 inmates and 10 trusties of Camp 8 out to the fields.

ON THE MULE CART (MOVING)

The men jostle against each other in the cramped bed of the cart.

WILLIE
You two new boys come in together. You partners?

RAY
Yeah.

CLAUDE
No.

RAY
Not anymore.

POKER FACE pulls a crumpled envelope from his shirt. His expression never changes, hence the name.

POKER FACE
Either of you know how to read? I've had this letter four months now.

CONTINUED:

CLAUDE
You can't read? None of these guys can read?

WILLIE
Last fella who could read made parole 'round Christmas.

POKER FACE
I don't even know who this is from.

RAY
Here, gimme that.

Ray unfolds the letter and scans it.

RAY
It's from your mama's neighbor, Mrs. Tidwell. She thought you oughta know that your second cousin Bo died.

The prisoners express their condolences. "Sorry, man." "That's some bad news." "I know you loved Bo like a brother..."

RAY
And your other cousin, Sally, on your daddy's side, she died.

More sympathy from the men. "Ooh. Twice in one letter." "Rough break, Poker Face ..."

RAY
Apparently, your sister died.

POKER FACE
Jenny?

RAY
No, it says Marleen here.

Relief all around. "Thank goodness."

RAY
Oh, wait, looks like Jenny died, too.

"Bad luck, man." "That's harsh ..."

RAY
Then it goes on for a while about how the crop didn't come in on accounta the frost.
(flips over the page)
(MORE)

CONTINUED: (2)

RAY (cont'd)
She finishes up with something about a tornado and how your mama and your daddy died in that. But don't worry none. She'll take care of the dog. That is, if it gets over the worms.

The prisoners share dark looks. Ray folds up the letter and hands it back to Poker Face.

POKER FACE
Appreciate it.

RAY
Anybody else need anything read?

"No, man, we're good." The men shake their heads and return letters and cards to their pockets. JANGLE LEG, a muscular inmate nods and switches places with one of the convicts, squeezing in next to Claude.

JANGLE LEG
How you doin'?

CLAUDE
I'm all right.

JANGLE LEG
So you're from New York, huh? I'm from Philly.

CLAUDE
The City of Brotherly Love.

JANGLE LEG
I remember when I first came in. You need anything, help of any kind, gimme a holler. Name's Jangle Leg.

CLAUDE
'Preciate it. Claude.

As they shake, Jangle Leg inspects Claude's hand thoroughly.

JANGLE LEG
Soft and supple. Like a lady's.

CLAUDE
(eyes narrowing)
Thanks. I try to moisturize regularly.

CONTINUED: (3)

HOPPIN' BOB
(over his shoulder)
Hey, Jangle Leg, what'd I tell you about pitching woo in the cart?

JANGLE LEG
Sorry, Cap'n.

Claude snatches back his hand and gives Jangle Leg a hard look. Then he leans over to Ray.

CLAUDE
Why do you think they call him Jangle Leg?

RAY
All I know is Willie just told me that boy wins the three-legged race every year.

CLAUDE
So?

RAY
He does it all by himself.

EXT. COUNTRY ROAD -- DAY

The inmates jump down from the cart and grab hoes and shovels. Because he can't count, Hoppin' Bob keeps track of the men using a system all his own -- a PEBBLE in his pocket for each man. Dillard stands by with his shotgun.

DILLARD
Got 14 acres today, boys. Let's keep it moving!

EXT. FIELD -- DAY

As the men of Camp 8 labor under the brutal mid-day sun, Jangle Leg sings a verse to set the work tempo. Up and down the line, a mighty chorus responds. The CAMERA FINDS Ray and Claude swinging hoes, sweating profusely.

CLAUDE
I can't believe this shit. Nobody in my family picked cotton since my great granddaddy. I thought we fought a war so we wouldn't have to do this no more. I thought we won!

Claude stops to catch his breath and take off his shirt.

CONTINUED:

RAY
I wouldn't do that if I was you.

CLAUDE
Shut up. It's too damn hot.

A SHOT rings out. Claude hits the ground as a bullet kicks up some dust nearby.

RAY
Told ya.

Claude looks up to see Dillard cracking pistachio nuts as Hoppin' Bob puts another round in the chamber of his rifle.

DILLARD
Why ain't his hoe swinging?

HOPPIN' BOB
(echoing)
Why ain't that hoe swinging?

CLAUDE
It's too hot, boss. I'm tired.

HOPPIN' BOB
He says he's tired, boss.

Just then, a sedan rolls up. A pair of black boots steps down into the dirt, followed by a healthy dollop of tobacco spit. SUPTERINTENDENT THEODORE ABERNATHY mops his pale white brow with a handkerchief.

ABERNATHY
Problem here, Sgt. Dillard?

DILLARD
Such would appear to be the case, Superintendent. This new meat says it's too hot for hoeing.

ABERNATHY
Well, you to tell that lazy jiggaboo that the state of Mississippi ain't interested in his meteorological assessments.

DILLARD
Tell that lazy jiggaboo the state of Mississippi ain't interested in his meteorological assessments!

CONTINUED: (2)

HOPPIN' BOB
Listen up, jiggaboo! State of Mississippi ain't interested in your ... in your ...
(off Dillard's look)
Whatever he said!

ABERNATHY
Tell him the state of Mississippi is only interested in getting this field hoed by sundown.

DILLARD
Tell him the State of Mississippi wants this field hoed by sundown.

HOPPIN' BOB
State of Mississippi wants this field hoed by sundown. You got that?!

CLAUDE
I got it ... boss.

ABERNATHY
He don't sound like he's from 'round here.

DILLARD
He's from New York City. That one too.

ABERNATHY
New York. That's up north, ain't it?
(he and Dillard share a smirk)
They'll find we do things different down here.

RAY
We noticed.

Annoyed, Abernathy looks at Dillard who looks at Hoppin' Bob who jabs the butt of his rifle into Ray's solar plexus. Ray sinks to his knees in the dirt.

ABERNATHY
Looks like we got a couple of live ones, sergeant. How long these boys in for?

DILLARD
Judge gave 'em the long ride.

ABERNATHY
Life, huh? They step outta line again, we'll shorten up that sentence real fast.

CONTINUED: (3)

Abernathy and Dillard swagger off, dogged at the heels by the ever faithful Hoppin' Bob. Resigned, Ray and Claude return to their labor.

INT. MESS HALL -- DUSK

Wincing with each movement and covered in grime from the day's labors, the new men bring up the back of the chow line. COOKIE, the grub-slinger, slaps a large dollop of an unidentifiable substance onto Ray's tray. This man looks like he does a lot more eating than cooking.

RAY
What is that?

COOKIE
Creamed chip beef on toast. Except we're outta beef, so I had to improvise.

RAY
Can't I get one of those steaks you got grilling back there?

COOKIE
Those are for trusties, unless you got fifty cents or three packs of cigs.

Ray watches as another prisoner pays the price and gets a juicy steak. Reluctantly, he grabs a hunk of corn bread and makes his way to the back of the room. Claude steps up, holds out his tray for Cookie.

CLAUDE
I don't like it when the food touches each other, so if you could just --
(SPLAT!)
-- keep everything separate.

Disappointed, Claude turns to discover that the only seat left is next to Ray. Scowling, he limps toward it.

The CAMERA LINGERS at a table where Jangle Leg sits across from BENDOVER, a slight inmate with a red bandana tied around his head. Jangle Leg's eyes follow Claude across the room. Bendover smacks him.

AT THE BACK OF THE ROOM

Claude sits down and promptly goes to work scraping his burnt toast with his knife. The irritating sound slowly brings the entire room to dead silence. All eyes fall on Claude. Scratch, scratch, scratch ...

CONTINUED:

COOKIE
(stepping up)
Problem with the toast?

CLAUDE
It's fine now.

Cookie glowers and stomps back toward the kitchen.

RAY
Stop aggravating people. Just eat your food.

As the room returns to normal, Claude starts polishing his fork with his filthy shirttail. Irritated, Ray shoots him a look.

CLAUDE
This fork is filthy.

RAY
The fork is the least of your worries, Claude.

Disgusted, Ray pulls a wiggling worm from his pile of grub. Undeterred, Claude breathes on his fork and polishes it some more.

WILLIE
You get used to it pretty quick. After a few days in the field, a night crawler starts to taste just like steak. And it don't cost nothing extra either.

RAY
How long you been in, Willie?

WILLIE
Just crossed the five year mark. Radio here is just shy of a year. Poker Face already done seven on a lifer. And they say Goldmouth down there was born out back behind the shithouse.

At the end of the table, GOLDMOUTH, a hulking specimen, flashes a glittering smile.

CLAUDE
Colorful names. You oughta hire yourselves out as a freak show.

CONTINUED: (2)

WILLIE
Don't worry, we'll come up with some nicknames for you. Then you'll start to feel right at home.

CLAUDE
I don't want no nickname.

POKER FACE
I say we call him Dickhead.

RADIO
That might stick.

The table laughs. Claude ignores them, choking down his food.

RAY
Anybody ever escape from this place?

WILLIE
They run but they never get too far.

RADIO
Couple years back, Cookie made it clear to Greenville.

RAY
Greenville, that the nearest town?

WILLIE
(nodding)
It's a two-day walk if you don't get lost. Take a mighty cagey country boy to navigate the woods and bayous between here and there. No time for rest on account of the bloodhounds.

POKER FACE
Those dogs they got can sniff a skid mark in your underpants from a half-mile off.

RADIO
If the dogs don't get you, then you got them two-steppers.

RAY
What's that?

WILLIE
A snake. Call it a two-stepper 'cause that's about how far you get after it bites you.

CONTINUED: (3)

POKER FACE
Did anyone mention the quicksand? I hate that stuff.

RAY
Alright, well, let's say you make it past the dogs and the snakes and the quicksand. What's in Greenville, anyway?

RADIO
They got a wax museum there that you absolutely should not miss.

COOKIE
(sitting down at the table)
And Grandma Betty's Pork Rib Joint. That's where they nabbed me. Didn't even get to have my peach cobbler.

WILLIE
The most important thing they got in Greenville is a train that heads up north.

Just then, Goldmouth stands up, casting a shadow over Claude.

GOLDMOUTH
Hey, Claudette. You gonna eat your corn bread?

Claude looks up, considering his options.

CLAUDE
No, man. I want you to have it.

RAY
Wait up there, Claude. You give that guy your corn bread and the next thing you know you'll be ironing his shirts and clipping his toenails.

GOLDMOUTH
Maybe I oughta eat <u>your</u> corn bread.

RAY
My corn bread? Oh no, my friend. I love corn bread.

Ray picks up his corn bread and takes a huge bite out of it, rolling his eyes with enthusiasm.

CONTINUED: (4)

RAY
As a matter of fact, this is some of the best corn bread I've ever had. I thought my mama made good corn bread but Cookie, this is really something special.

Ray looks at the faces around the room, smiles broadly. Goldmouth is getting embarrassed.

RAY
Who knew I'd have to come all the way down to Parchman Farm, deep in the asshole of the great state of Mississippi, to find such a tasty piece of corn bread?
(The prisoners begin to laugh. Ray's got them now)
And furthermore, who knew that in this great corn bread-making institution I'd come face to face with the biggest, ugliest, gold-mouthed negro in all the modern world.

EXT. CAMP 8 YARD -- DUSK

A punch sends Ray sprawling in the dust. Goldmouth looms over him. The incorrigibles form a circle around the combatants, shouting and making bets.

GOLDMOUTH
How you like your corn bread now, New York?

As Ray staggers to his feet, Goldmouth punches him again.

INT. MESS HALL -- DUSK

As the place empties out, Claude abandons all pretense of good manners and seizes the opportunity to stuff his mouth and pockets with scraps from various trays. He finds a half-eaten steak and starts snapping it down like a hungry animal, meat juice dribbling down his chin.

EXT. CAMP 8 YARD -- DUSK

In the middle of the circle, Goldmouth and Ray square off. Goldmouth swings, Ray ducks and counters with a swift jab to the gut. Goldmouth just flashes a shiny grin and clobbers Ray with a fist the size of a Thanksgiving turkey. Ray sinks to the dust. Radio drops down near him.

CONTINUED:

RADIO
Come on, New York, you can do better than that! Get up and show him how they do it in Harlem!

Ray shakes his head and staggers back to his feet. He circles the big man and gets in a couple of good shots, much to the crowd's approval. Goldmouth shakes his head and wipes the blood from his nose. Now he's mad. He grabs Ray by the shirt and delivers a crushing blow. Ray reels backward into Cookie's arms.

COOKIE
I appreciate you going to all this trouble over my corn bread. I don't get a lot of compliments in my line of work.

Cookie shoves Ray back into the ring for more punishment. Claude emerges from the mess hall, munching on a piece of corn bread. He squeezes in between Poker Face and Willie.

WILLIE
Your pal's getting the tar whipped out of him on your account.

CLAUDE
How many times I got to tell you? He ain't my pal. Besides, he looks like he knows what he's doing.

Just then Claude winces as Goldmouth delivers a jaw-crushing uppercut that knocks Ray on his back. Claude bristles under the incriminating looks coming at him from all directions.

CLAUDE
Alright, alright ...

Claude crouches down as Ray rolls over on his stomach and pushes himself up onto all fours. His eyes are swollen shut, his face covered with blood.

CLAUDE
Hey, Ray, I think you made your point, whatever that is. Maybe now's a good time to throw in the towel. You know what I'm saying?

Ray manages a smile and staggers to his feet.

RAY
(slurring)
Shit, Goldmouth. Back in New York, I know little girls who hit harder than you.

CONTINUED: (2)

The men of Camp 8 share looks. Some of them laugh. Ray just waves his fists, egging the big man on. Shaking his head, Claude covers his eyes as Goldmouth pulls back his fist and lets it fly. Ray hurtles through the crowd, slamming into the bunkhouse wall. He collapses into the dust. He won't be getting up again anytime soon. Not without help, anyway. Dillard steps in front of the now silent crowd.

DILLARD
Alright, that's enough fun for one night. Catch your racks. You heard me. Hop to it!

Reluctantly, the prisoners begin filing back into the bunkhouse. Willie, Cookie, Radio and Poker Face hoist Ray off the ground and drag him up the steps and into the bunkhouse. Dazed, Ray catches Claude's eye.

RAY
Got him good, huh, Claude? He won't be bothering us anytime soon.

Claude stands alone in the yard. Disgusted with himself, he tosses what's left of the corn bread to the mangy dog, who makes short work of it.

FADE TO BLACK.

EXT. MISSISSIPPI COUNTRYSIDE -- DAY

Silhouetted against a salmon sky, a train chugs its way through the delta.

INT. TRAIN (MOVING) -- DAY

Daisy gazes pensively at the dogwood trees and cotton fields passing just beyond the window. In her lap is a letter from Claude.

INT. MESS HALL -- DAY

On Sundays, the mess hall also serves as a chapel. From a makeshift pulpit, the blind REVEREND CLAY and his WIFE lead the congregation of convicts in a rousing chorus of "Down by the Riverside," accompanied by their son LOUIS on the accordion.

EXT. CAMP 8 YARD -- DAY

The gospel music filters into the yard, where the prisoners mingle with kinfolk.

EXT. SGT. DILLARD'S HOUSE -- DAY

MRS. DILLARD hums along with the gospel music as she places a couple of freshly-baked pies on the window sill to cool.

EXT. CAMP 8 YARD -- DAY

The CAMERA FINDS Claude and Daisy walking hand in hand toward a simple shack just beyond the gun line. This is the TONK HOUSE and Dillard is the gate keeper.

CLAUDE
Request permission to go to the tonk, boss.

Dillard considers Daisy.

DILLARD
I don't see no wedding ring, Banks. Conjugal visits are for married prisoners only.

CLAUDE
You think you could make an exception just this once, boss? She came all the way down from New York.

DILLARD
I don't need the Baptists on my back, but I suppose I could issue a temporary marriage license for a nominal fee.

Daisy gets the picture. She reaches into her purse and hands Dillard a couple of dollars.

DILLARD
I now pronounce you man and wife.
(calling to the shooter shack)
Claude Banks going to the tonk!

Claude takes Daisy's hand and leads her over the gun line.

ACROSS THE YARD

Ray watches Claude and Daisy step into the tonk house. Then he returns to a game of horseshoes, tossing a ringer. Nearby, Bendover gives Jangle Leg a haircut.

RAY
Bendover, when you're done with Jangle Leg, you think you could give me a trim?

CONTINUED:

BENDOVER
I'll try and squeeze you in after Willie.

POKER FACE
Hey, Ray, Goldmouth don't believe me. Ain't it so they got trains up in New York City that run under the streets?

RAY
They're called subways. A nickle will take you from one end of Manhattan to the other. Helluva ride, too.

RADIO
Hey, Ray, you ever been to the Cotton Club?

RAY
Sure I've been to the Cotton Club. It's pretty sweet. But it don't hold a candle to the Boom Boom Room. That's where the real action is.

WILLIE
What's the Boom Boom Room?

RAY
That's my joint. The swinginest nightclub in town.

COOKIE
You got your own nightclub?

RAY
Well, not yet. It's still in the planning stages.

GOLDMOUTH
So it don't exist.

RAY
Just because it's in my mind, Goldmouth, don't mean it ain't real. Everything worth anything starts with a dream.

Hoppin' Bob calls to Ray from the gun line.

HOPPIN' BOB
Gibson! Got yourself a visitor!

Ray turns to find his MOTHER, a heavy-set woman in a floral dress, coming toward him.

CONTINUED: (2)

RAY
Mama?

MAMA
Rayford!

The incorrigibles elbow each other and repeat the name "Rayford" as Mama Gibson envelops her son in a fleshy embrace, smothering him with kisses.

RAY
What are you doing here, mama?

MAMA
I heard some things so I went to see Spanky Johnson. He told me what happened and gave me some money to get down here. What happened to your face?

RAY
Don't worry about that. Hey, fellas, this here is my mama. These are some of my friends. That's Willie, there's Poker Face, Radio, Cookie, Goldmouth, Bendover, Jangle Leg.

The motley crew nods politely. Mama manages a half-hearted smile.

MAMA
Nice to meet you all.

COOKIE
Excuse me, ma'am? Do I smell oatmeal raisin cookies?

MAMA
Why, yes. They're Rayford's favorite.

COOKIE
I knew it. I can pick out oatmeal raisin a mile off.

She holds out a box. The boys gather around, digging in.

RAY
Yeah, fellas, you gotta try these.

Of course, the box is empty by the time it reaches Ray.

CONTINUED: (3)

COOKIE
(licking his fingers)
That's a fine cookie, ma'am. Maybe I could get the recipe before you leave?

MAMA
Sure.

Bendover sides up to Ray's mama, fingering her dress.

BENDOVER
Is that gingham?

MAMA
Yes, I made it myself.

BENDOVER
Lovely job.

EXT. PORCH -- DAY

Ray and his mama sit in the shade.

RAY
This is a big surprise, mama. I sure didn't expect to you down here.

A long, uncomfortable beat. Mama's lip starts to tremble.

MAMA
Rayford, I wanted so much more for you than this.

RAY
Don't cry, mama. This place ain't so bad as it looks. Sure, we work hard, but there's plenty fresh air and sunshine ... And you know something else, I've taken to going to church regular. They got services every Sunday right there in the mess hall.

MAMA
Don't you lie to me, Rayford.
(composing herself)
You still have your daddy's watch?
(Ray shakes his head)
Well, this is all I can give you. I wish it was more.

She puts some money in his hand.

CONTINUED:

RAY
I can't take that, mama.

MAMA
Don't argue with me. You need it more than I do. I know how a little money can help in a place like this.

Reluctantly, Ray stashes the money in his pocket.

RAY
I can't believe this. I always said I'd never end up like this. I thought I'd make something of myself, do something with my life. You know, be successful. Have a big house, a family. Now I'm gonna end up just like daddy.

MAMA
Don't say that, Rayford. Don't ever say that. He gave up hope. That's where you gotta be different.

RAY
They gave me life, mama.

MAMA
I gave you life. And they can't take it away from you. Remember that. You'll get outta here someday. I believe that. You gotta believe it, too.

INT. TONK HOUSE -- DAY

Reclining on a straw mattress, Claude watches intently as Daisy gets dressed. The rickety door reverberates with a loud pounding.

HOPPIN' BOB
(off)
Time's up, Banks! We got a crowd gathering out here!

Claude leaps from the bed and slams his fist against the door.

CLAUDE
Woman came all the way from New York, goddamnit! We'll come out when we're good and ready!

Daisy quickly buttons up her dress.

CONTINUED:

CLAUDE
Did you go see my cousin Maynard like I asked you in my letter?

DAISY
Of course I did. He said he'd file an appeal right away. You didn't tell me he was so good looking.

CLAUDE
Yeah, that side of the family has all the looks and none of the brains. I hope he don't mess things up.

DAISY
He seemed like a pretty good lawyer to me. His offices take up an entire floor of that big, new building on 125th Street, and he was using all these words I never heard before. He even offered me a job.

CLAUDE
A job, huh? Well, that's nice, real nice. You won't have to work long. I'll be back soon enough. After I start work at First Federal Bank of Manhattan, I'll be keeping you in style. Everything will get back to normal again. That's a promise.

Daisy smiles weakly and looks away. She doesn't have much faith in this promise.

DAISY
Listen, Claude, Maynard wanted to know if he should file the appeal on behalf of your friend, too.

CLAUDE
Ray Gibson? He's the reason I'm in here, Daisy. For all I know, he's got a record a mile long. I got a better shot of getting out of here on my own. So, you tell Maynard to think about me, concentrate on me. Understand?

DAISY
Sure, Claude, whatever you say.

EXT. COUNTRY ROAD -- DAY

The prisoners jump down from the truck and grab hammers and pick axes as Hoppin' Bob keeps count with pebbles.

CONTINUED:

DILLARD
We lost yesterday on accounta the rain. That means we gotta make up for it today, so put your backs to it.

HOPPIN' BOB
You heard the boss! Let's move!

Ray and Claude jump down after Willie.

WILLIE
(squinting at the sun)
Looks like a scorcher.

EXT. FIELD -- DAY

The long line levels a road to a work tune being sung by Jangle Leg.

Dillard checks the thermometer on the truck -- 90 degrees and rising. Mopping his brow, he starts down the line.

The sun arcs overhead, a blazing inferno ... Heat rises off the road ... The men sweat profusely ... "Taking it off here, boss!" echoes up and down the line.

Bendover has his work cut out for him, lugging a water bucket from man to man, offering the ladle.

The sun ... the hammer ... the ladle ... the axe ... the sun ... the hammer ... the ladle ... the axe ... The mercury hits 100 degrees ...

A NEW GUY lets his hammer slip from his fingers, collapses in the dirt.

WILLIE
Man down, boss!

Dillard uses his foot to roll the stricken man over. He's still alive. Barely.

DILLARD
You two, put him on the truck!

Ray and Claude drop their tools, grab the man by his arms and legs and lug him up to the road. Once out of earshot, Ray whispers to Claude.

RAY
Cookie drew me a map to Greenville.

CONTINUED:

CLAUDE
So?

RAY
You know what I'm saying.

CLAUDE
Yeah, I know what your saying. And I'm saying if you made it that far, they'd be watching every train that pulls out of that station.

RAY
That's why we won't take the train. Cookie showed me where there's a farm house. They got a boat there.

CLAUDE
What do you know about boats? I bet you can't even swim.

RAY
What I know about boats is they take you to freedom. Come on, man. I think we can do this.

CLAUDE
Why are you always talking about we? There is no we. There is a me, there is a you. But there is no we between us.

RAY
We gotta stick together here. You want out of this place, don't you?

CLAUDE
Oh, I'm getting out.

RAY
What does that mean?

CLAUDE
Forget it.

RAY
I'm not gonna forget it. What does that mean?

They reach the truck. With effort, they swing the man back and forth and launch him into the back of the truck.

CONTINUED: (2)

RAY
If you've got a plan, I think I have a right to know about it. I told you my plan.

CLAUDE
Getting a map from a chubby chef named Cookie? Dragging our asses through the swamps in search of some worm-eaten boat? That ain't a plan, that's a vacation for two in the hole. When you've got a map to New York City, you get back to me.

Ray watches suspiciously as Claude storms back into the field.

INT. BUNKHOUSE -- NIGHT

Moonlight streams through the barred windows of the cage. In the darkness, each man is lost in his own thoughts, exhausted from the day's work. Radio stretches his arms, clasping his hands behind his head.

RADIO
Hey, Ray, what's the name of that nightclub of yours?

RAY
You mean the Boom Boom Room?

RADIO
That's it. The Boom Boom Room. Sure would like to see that place when you get it up and running.

RAY
You should have come by last night, Radio. You woulda had yourself some fun.

WILLIE
Last night? What are you talking about, Ray?

RAY
I'm talking about Art Tatum and Dizzy Gillespie nearly blew the roof off the joint. You'll never guess who's playing tonight.

POKER FACE
Who?

CONTINUED:

RAY
Satchmo.

GOLDMOUTH
You mean Louis Armstrong?

RAY
He's a good friend of mine. Drops by the club whenever he's in town.

CLAUDE
Hey, do we have to listen to this bullshit? I'm trying to get some sleep around here.

"Shut up, Claude!" echoes around the room. Irritated, Claude thumps his pillow and turns his back on the room.

BENDOVER
Hey, Ray, how we get there?

RAY
Catch any cab heading uptown. All the drivers know where the Boom Boom Room is.

A SPOTLIGHT pierces the darkness as Ray sits up in his bunk looking most resplendent in a white tuxedo.

RAY
And when you get there, you keep your money in your pocket. It's no good at my place. My man Goldmouth's working the door. He knows your all on the list.

Goldmouth sits up in his bunk and looks across the room. Sure enough, there he is in a black tux working the CROWD at the door. Captivated, Willie sits up his bunk.

WILLIE
Hey, Ray, where am I?

RAY
You're working the bar, Willie.

The CAMERA PANS to find Willie behind a mahogony bar pouring drinks for TWO BEAUTIFUL WOMEN.

WILLIE
I like this!

Laughing, Ray turns to the sound of a trumpet solo. LOUIS ARMSTRONG is up on a stage blowing for all he's worth. Radio sits up in his bunk, grooving to the music and snapping his fingers.

CONTINUED: (2)

RADIO
Those are some hot tunes, Ray!

RAY
So are those ladies you're with, Radio.

Grinning, Radio turns to see himself at a table down front. He's wearing a flashy suit with two GORGEOUS WOMEN on either side of him laughing and drinking champagne. Radio jumps to his feet and pulls them both onto the dance floor, spinning and jiving like a man possessed. Cookie sits up in his bunk.

COOKIE
Hey, Ray, you serve any food at this joint?

RAY
You know it, Cookie. Whatever you want, whatever you can think of, it's on the menu.

Cookie sees himself at a private booth in the back, his prodigious flanks draped in a natty plaid suit. A BEAUTIFUL WOMAN tucks a napkin into his shirt collar as a WAITER sets an enormous steak before him. He licks his chops and raises his utensils. Poker Face sits up.

POKER FACE
Got gambling?

RAY
Of course we have gambling. And tonight the dice are treating you right.

Poker Face sees himself in a banana yellow suit gathering up a pair of dice at the craps table. He holds them out for a FLAXEN-HAIRED MINX to blow on 'em for luck, then he lets 'em tumble across the table -- seven again. A CROUPIER pushes a stack chips toward him.

As Ray moves through the crowded club, we see that the bunkhouse cage has been transformed into Ray's Boom Boom Room. Everybody's looking fine and having a helluva good time. Ray picks up a glass from a table where Claude, dressed as a busboy, is laying out a fresh setting.

RAY
You call that clean?

CLAUDE
Sorry, boss.

CONTINUED: (3)

Claude whips out a rag and gives the glass a thorough polish. Suddenly, an EXQUISITE BEAUTY appears at Ray's side and tugs him toward the dance floor.

Up on stage, Satchmo takes this as his cue to kick it into high gear, working the room into a total frenzy. Jangle Leg, Bendover -- everybody gets into the action, dancing and swinging to the music. Even Claude gets swept up in the carnal abandon, dropping his dish rag and grabbing a woman. It's SYLVIA from Natchez-under-the-hill.

In the middle of the revelry, the CAMERA FINDS Ray with big smile on his face. That's when Willie shouts from behind the bar ...

WILLIE
Hey, Ray, looks like trouble!

Ray looks to the door where Hoppin' Bob and a couple of trusties in cop uniforms muscle their way past Goldmouth.

HOPPIN' BOB
Nobody move! You're all under arrest! This is a raid!

Ray is blinded as Hoppin' Bob shines a big flashlight into his eyes ...

Blinking, Ray finds himself back in his bunk with Hoppin' Bob hovering over him. Shielding his eyes from the glare of the flashlight, Ray sees that the bunkhouse has returned to normal.

HOPPIN' BOB
You don't shut up, you're gonna spend the rest of the night in the hole, Gibson! That goes for the rest of you girls, too. I don't want to hear another peep outta nobody!

A loud burst of flatulence cuts through the darkness. Hoppin' Bob turns his flashlight on Cookie.

COOKIE
Sorry, Cap'n.

Scowling, Hoppin' Bob steps out of the cage and locks the door behind him. The men slowly settle back in.

RADIO
(whispering)
Pretty good story, Ray. Didn't much care for the ending, though.

EXT. CAMP 8 -- YARD -- DAY

The CRACK of a bat on a ball. Claude's hitting grounders to Radio and Poker Face. Bendover steps onto the porch holding a stack of letters.

BENDOVER
Mail call!

The incorrigibles quickly gather around as he calls off names, passing cards and letters through the crowd.

BENDOVER
Banks!

CLAUDE
Here!

Bendover hands the letter to Ray, who glances at it before passing it back to Claude.

RAY
(reading)
Maynard Banks, Esquire. Attorney at law.

CLAUDE
Gimme that. That doesn't concern you.

RAY
I'm sure it doesn't.

EXT. CAMP 8 YARD -- DAY

Out behind the bunkhouse, Claude rips open the letter. A profound disappointment settles over him as he reads the news from cousin Maynard. Bitterly, he crumples up the letter and tosses it down.

EXT. FIELD -- DAY

Dillard strolls down the line with his rifle over his shoulder. Under his watchful gaze, hoes rise and fall.

CLAUDE
Taking it off here, boss!

Dillard nods as he passes. Claude yanks off his shirt and moves a little closer to Ray.

CLAUDE
What's up, Ray?

CONTINUED:

RAY
(cool)
Claude.

CLAUDE
Sure is hot today. Think it'll rain later?

RAY
What do you want, Claude?

CLAUDE
What do I want? What makes you think I want something?

RAY
My daddy always said when a man starts talking about the weather keep you hand on your wallet.

CLAUDE
Your daddy must have been a helluva guy, a deep man, a wise man. Sure wish I could have met him --

RAY
What do you want, Claude?

CLAUDE
(clearing his throat)
You still got that map?

RAY
Sure I got it.

CLAUDE
Well, if you're still thinking about booking it, I want in. I think we can make it.

RAY
We? Did I hear you say we? As I recall, you're the one who said there is no we. Guess we got some bad news in that letter, huh?

CLAUDE
Look, my cousin Maynard is a lawyer. He filed an appeal on my behalf --

CONTINUED: (2)

RAY
On your behalf. What happened to we?

CLAUDE
The appeal was denied. Then Daisy went and fell for Maynard. They're engaged to be married, can you believe that?

RAY
Well, let's just think about that for a moment. He's a successful lawyer up in New York City and you're down here with a bright future in the cotton picking business. Eeny, meeny, miney, Maynard.

CLAUDE
Come on, man. Don't shut me out. I'm telling you, you and me, that map, we can go places.

RAY
You know what, Claude? This whole time we've been down here, you've done nothing but think about yourself, acting like this whole thing is my fault. That plan with your cousin, did that include me?

A long beat.

CLAUDE
No.

RAY
Damn right, it didn't. And now you want to be my friend? Well, let me tell you something, Claude-my-shit-don't-stink-Banks. You got a lot to learn about friendship.

CLAUDE
Does that mean I'm in?

RAY
I don't think so, Claude. You'd just slow me down. We'd have to stop every five minutes so you could polish your silverware. There's no way around it, you're soft.

CLAUDE
What'd you say?

CONTINUED: (3)

RAY
I said you're soft.

CLAUDE
Don't call me that. You know I hate it when you call me that.

Ray gets in Claude's face and silently mouths the word -- "soft." Claude throws down his hoe and sinks his fist deep into Ray's gut.

CLAUDE
Damn, that felt good. I should have done that the first time I met you.

He knees Ray in the face and sends him sprawling in the dust. Ray touches the blood coming from his nose and laughs maniacally. Eyes blazing, he jumps to his feet. Ray tackles Claude, dragging him to the ground. The two men roll around, trying to strangle each other.

Hoppin' Bob hustles down the hill and drags Ray off of Claude. But Claude comes back for more. Hoppin' Bob finds himself in the middle of the fray.

That's when the cavalry arrives. Two trusties use their rifles to crack Ray and Claude over the backs of their heads, sending them both down for the count.

Hoppin' Bob empties his canteen over their faces. They sputter back to consciousness.

HOPPIN' BOB
Now you girls set aside your differences and get back to work or I'll see to it --

RAY
-- we'll spend a night in the hole. We heard it all before.

Ray and Claude stagger to their feet and pick up their tools. Hoppin' Bob and the trusties head back up the hill. Ray starts to chuckle.

CLAUDE
What the fuck are you laughing about?

Ray opens his palm to reveal TWO PEBBLES. Claude regards Ray with new-found respect.

EXT. COUNTRY ROAD -- SUNDOWN

One by one, the prisoners of Camp 8 climb into the mule carts under the watchful eye of Hoppin' Bob. As each man passes, he removes a pebble from his pocket. The last one in is Willie. Hoppin' Bob's pocket is now empty.

HOPPIN' BOB
All in, boss!

DILLARD
Move it out.

TRUSTY DRIVER
Movin' it out, boss.

Dillard spurs his horse, escorting the mule carts back to camp.

EXT. FIELD -- SUNDOWN

As the carts fade into the distance, Ray and Claude pop up from a roadside ditch and take off for a grove of trees in the opposite direction.

EXT. WOODS -- SUNDOWN

Running for all they're worth, Ray and Claude crash through the bramble.

CLAUDE
We're free! I can't believe it, we're fucking free ...

Claude trips over a root and sprawls face first in the bushes. Ray turns around and helps him to his feet. Claude is still laughing giddily. He throws his arms around Ray.

CLAUDE
You did it, man! You got us out! Next stop, New York City!

RAY
New York's a long way's off. Let's just keep moving, okay?

As Ray and Claude disappear into the woods ...

DISSOLVE TO:

INT. BUNKHOUSE -- NIGHT

Radio's pulling in some jazz music out of New Orleans. Prisoners hit their bunks as the floorwalker does the nightly head count. He stops at Claude and Ray's empty bunks, glancing around, puzzled.

INT. DILLARD'S COTTAGE -- NIGHT

Mrs. Dillard sets down a hot meal in front of Sgt. Dillard. He's about to dig in when SIRENS start to wail. He drops his fork and rushes to the kitchen window. Across the field, emergency floodlights blaze to life at Camp 8.

EXT. WOODS -- NIGHT

Ray and Claude push through some bushes and plunge waist deep in swamp water.

CLAUDE
Oh, this is nasty! Let's get back on dry land.

RAY
The dogs will have a harder time tracking us if we stick to the water.

CLAUDE
The dogs? You think they called out the dogs?

RAY
Don't worry. I stashed some of Hoppin' Bob's dirty laundry in our footlocker. That should keep those mutts entertained for a while.

EXT. FIELD -- NIGHT

Hounds scramble down from the back of a truck and gather around the DOG BOY. He holds out a handful of soiled laundry and a dozen snouts sniff it thoroughly.

Nearby, Dillard gathers a DOZEN MEN with rifles and flashlights into a posse. He puts a cigarette in his mouth. Hoppin' Bob lights it for him.

HOPPIN' BOB
Look at them dogs going wild. They got the scent for sure, boss.

But the grin falls off Hoppin' Bob's face as the braying hounds lunge for him. He takes off running across the field, but the dogs quickly bring him down and tumble all over him.

EXT. SWAMP -- NIGHT

Mangrove trees rise ominously around Ray and Claude as they wade through chest-deep water.

CLAUDE
I know these trees all look the same, but I'm getting an awful familiar vibration from this one right here. You sure you know where we're going?

RAY
Absolutely. The map is very clear.

CLAUDE
Let me take a look at that map.

Ray passes the map to Claude, who considers it from various angles.

CLAUDE
You call this a map? What was Cookie smoking when he drew this?

RAY
Cookie didn't draw it. I did.

CLAUDE
You drew this?!

RAY
I knew you wouldn't come if I didn't have a map.

CLAUDE
Man, we're standing in the middle of a swamp. There is shit nibbling at my balls! Don't tell me you don't know where we're going!

Ray shrugs and presses on. Dumbfounded, Claude considers the map again, then tears it to shreds.

CLAUDE
Hey, wait up!

DISSOLVE TO:

EXT. SUPERINTENDENT'S MANSION -- DAY

Superintendent Abernathy rocks slowly in his chair and sips a mint julep. At his feet, his 10-year-old daughter MAE ROSE is playing jacks. Her long blonde hair makes her look like a little angel.

(CONTINUED)

CONTINUED:

An OLD BLACK PRISONER pulls a rope up and down causing a wooden paddle to move back and forth, creating a gentle breeze.

MAE ROSE
Look, daddy. They caught those two men who escaped last night.

Mae Rose is pointing down the drive, where Dillard and a couple of trusties march Ray and Claude toward the house.

ABERNATHY
They ain't men, Mae Rose. They're convicts. And nigger convicts to boot.

MAE ROSE
Daddy, why is the nigger's skin so dark?

ABERNATHY
God marked all the mongrel races so white folks wouldn't make a mistake and mix with 'em.

Bound by leg irons and handcuffs, Ray and Claude are deposited at the bottom of the stairs.

DILLARD
Here they are, sir. We tracked 'em all the way to the Tallahachie.

ABERNATHY
That's quite a ways. I'm glad you New York boys could see some of our lovely countryside while you're down here. What do you say, Mae Rose? How should we teach these two a lesson?

Mae Rose considers their faces. Ray and Claude look like they've been to hell and back.

MAE ROSE
A night in the hole?

ABERNATHY
Better make it a week.

Dillard nods and turns Ray and Claude around. As they march back down the drive, Abernathy takes sip of his mint julep and affectionately pats Mae Rose on the head.

EXT. CAMP 8 -- DAY

The incorrigibles of Camp 8 gather at the gun line, watching silently as Dillard and a couple of trusties march Ray and Claude toward the hole.

EXT. THE HOLE -- DAY

The trusties shove them each into a small, dank cell and slam the doors behind them. Dillard secures both doors with an iron bar.

DILLARD
See you in a week, boys.

INT. CLAUDE'S CELL -- DAY

Claude considers his bleak surroundings. It's a small, uncomfortable space, not even big enough to lie down. Just a tin bucket for a toilet.

INT. RAY'S CELL -- DAY

Ray slumps to the floor, propping his feet against the wall. He smiles wryly. Then he begins to laugh.

INT. CLAUDE'S CELL -- DAY

Claude hears Ray's laughter coming through the wall. He shakes his head and starts laughing, too.

EXT. THE HOLE -- DAY

The sound of their laughter grows louder ...

INT. BUNKHOUSE -- CAGE -- NIGHT

The prisoners are gathered around a table, laying out money. POKER FACE is keeping tabs.

COOKIE
I'll take Claude to die on Wednesday for fifty cents.

POKER FACE
Wednesday for two bits.

BENDOVER
I'll take Claude for Friday. That's my birthday.

With an ear to his receiver, Radio slaps his money on the table.

CONTINUED:

RADIO
Weatherman says a heat wave's coming. I say neither one of 'em gonna last past Thursday.

POKER FACE
What about you, Willie? Gonna get in on this action?

WILLIE
I got five dollars says both of them gonna make it.

This gives the men pause. Willie spreads the money neatly on the table.

GOLDMOUTH
Nobody ever made it a week in the hole, Willie. You know that.

JANGLE LEG
Not in August, anyway.

POKER FACE
It's a mighty long shot.

But Willie leaves the money where it is. Poker Face shrugs and makes the notation. The betting resumes.

DISSOLVE TO:

EXT. FIELD -- DAY

Work goes on as usual for the prisoners of Camp 8. Trusties keep their eyes peeled for slackers.

EXT. THE HOLE -- DAY

The brick shacks bake in the noonday sun.

EXT. FIELD -- DAY

Bendover moves down the line offering the ladle to the men as they struggle under a crushing heat wave.

DISSOLVE TO:

EXT. THE HOLE -- DAY

Superintendent Abernathy strides up and gives the nod to Dillard, who unlocks the doors. Huddled in their respective cells, Ray and Claude shrink from the bright sunlight. Then, slowly and painfully, they rise to their feet.

(CONTINUED)

CONTINUED:

In the background, the incorrigibles gather at the gun line as word spreads that the fellows are still alive. Abernathy glances at the crowd with annoyance.

ABERNATHY
I don't think these boys have learned their lesson. Let's give 'em another week for good measure.

DILLARD
Sure you want to do that, sir?

ABERNATHY
Don't question me, Sgt. Dillard.

Dillard slams the doors on Ray and Claude and clamps shut the padlocks. Abernathy smiles at the incorrigibles, who regard him with undisguised hatred.

AT THE GUN LINE

A somber Poker Face offers Willie a wad of bills.

POKER FACE
Well, they made it a week. Looks like you win, Willie.

WILLIE
Let it ride.

EXT. THE HOLE -- DAY

Rain comes down in sheets, making a tremendous clatter on the tin roofs of the shacks. Under the shelter of an umbrella, Abernathy gives the nod to Dillard, who unlocks the doors. Two trusties drag Ray and Claude out into the mud.

INT. BUNKHOUSE -- DAY

The men crowd around the windows.

RADIO
What's going on? Are they alive or dead?

GOLDMOUTH
Don't look too good.

POKER FACE
They're not moving.

EXT. THE HOLE -- DAY

The rain pelts Ray's face. He could be dead. Then, slowly, his eyes open and he licks his lips. Summoning his strength, he staggers to his feet.

RAY
Hey, Claude ...

Claude's eyes blink open and he rolls over in the mud. Ray holds out a hand and helps him stand up. They sway unsteadily in front of Abernathy.

ABERNATHY
(scowling)
Sergeant Dillard, make sure these two are out in the fields first thing in the morning.

Abernathy turns on his heels. Dillard considers the two tough guys standing before him.

DILLARD
I'd tip my hat to you boys if it wasn't raining so hard. Go on, get inside.

Ray and Claude stagger victoriously toward the bunkhouse as the incorrigibles gather on the porch and help them in out of the rain.

DISSOLVE TO:

INSERT -- TIME PASSAGE

(Note: This montage is mixed with 16mm and Super 8 footage. A beautiful 1940s song plays over.)

King Kong is machined-gunned off the top of the Empire State Building ... FDR introduces his New Deal ...

The incorrigibles chop weeds ... With Willie and Claude standing guard, Ray samples a batch of moonshine from a secret still in his footlocker ...

At the height of the depression, poor people line up in front of a soup kitchen ...

Ray and the crew sit around the poker table playing cards and laughing ... In the prison cemetery, the incorrigibles watch as Bendover places a flower on Jangle Leg's casket ... Bendover purposefully crosses the gunline and breaks into a run as shots ring out from the shooter shack. He sprawls dead in the dirt ... The incorribles level a road ...

CONTINUED:

Jesse Owens wins the 100 meter race at the 1936 Olympics in Berlin ... Benny Goodman sets the kids dancing with wild abandon in the aisles of the Paramount Theater ... The Hindenburg bursts into flames ...

Claude writes a letter, "Dear Sylvia" ... Down in Natchez, Sylvia reads the letter and smiles ...

Adolf Hitler stabs the air in front of a forboding sea of Nazis ... The 1939 World's Fair opens in New York ...

On visiting Sunday, Sylvia steps off the bus with another WORKING GIRL ... As Dillard takes his cut, Claude and Sylvia head for the tonk house. Ray and his date step up ...

Lou Gehrig is honored at Yankee Stadium. "Today I consider myself the luckiest man on the face of the Earth ..."

Ray stuffs a pillow under his shirt and entertains the crew with an imitation of Dillard. They laugh even harder when Dillard steps up ... Ray is shoved into the hole ...

The 1940 Oldsmobile is introduced ... Japanese Zeros bomb Pearl Harbor ... FDR declares "a day that will live in infamy." ... A WWII newsreel shows American G.I.s storming a beach in the South Pacific ...

INT. MESS HALL -- NIGHT

The inmates of Camp 8 cheer for the American soldiers up on a makeshift movie screen. Instead of black and white stripes, the prisoners now wear blue twill. In an audience of new faces, the CAMERA FINDS some familiar ones. Ray and Claude are surrounded by their crew -- Willie, Radio, Poker Face, Cookie and Goldmouth. A decade has passed.

EXT. CAMP 8 YARD -- DAY

A line of NEW PRISONERS stands before Dillard, also a good ten years older.

DILLARD
... Camp 8 is for incorrigibles, so whatever you've done to get here, believe me, we are not impressed. You new men are probably noticing that we have no fences here at Camp 8. We don't need no fences, we have the gun line. It runs from shack to shack clear around the yard --

Dillard pauses in front of a big country boy who can't be more than 18 years old. The kid has a big smile on his face.

CONTINUED:

DILLARD
What are you grinning at?

The kid don't answer. An OLD GUY steps forward.

OLD GUY
Excuse me, boss. That kid don't talk. Something wrong with his head, just can't get right, boss.

DILLARD
Can't get right, huh? We'll see how long he last. Now, where was I?

HOPPIN' BOB
We don't need no fences at Camp 8, boss.

DILLARD
That's right. We don't need no fences, we have the gun line. It runs from shack to shack clear around the yard. You are now inside the gun line ...

INT. BUNKHOUSE -- DAY

Ray and some of the fellas are playing poker. Dillard's voice drifts in through the open window.

RAY
(mouthing along)
... If you step outside the gun line without my permission, you will be shot. If you trip and fall over the gun line, you will be shot. If you spit, if you pee, if you stick your ass out and take a dump over the gun line, you will be shot ...

He lays down his cards and rakes in the pot.

EXT. BASEBALL FIELD -- DAY

Claude pitches to Radio, who knocks a grounder up the middle.

CLAUDE
Not bad, for a girl. Alright, who wants to hit next?

He spots CAN'T GET RIGHT lingering on the sidelines humming to himself.

CONTINUED:

CLAUDE
Hey, you! Grab the bat. Let's see what you can do.

Shrugging, the big kid shuffles to the plate and picks up the bat. Behind the plate, Ray's playing catcher.

RAY
Just hold it loose and easy over your shoulder. Keep your hands up.

Can't Get Right smiles down at Ray.

RAY
You're just a big, dumb old thing, ain't you?

CLAUDE
Yo, don't look at him, look at me. I'm gonna throw the ball here nice and easy and you just go ahead and take a swing.

Claude tosses the ball. Can't Get Right swings and connects with a mighty CRACK! The incorrigibles crane their necks as the ball disappears into the sky. They turn to look at Can't Get Right, who smiles like the simpleton he is.

CLAUDE
Okay. Let's try that again. This time I'm gonna give it a little juice.

Claude winds up and delivers a whistling fast ball. Can't Get Right clobbers it. Once again, the incorrigibles track the departing projectile. Ray grabs another ball and heads out to the mound.

CLAUDE
What's this kid's name, again?

RAY
They just call him Can't Get Right. Looks like he can't do no wrong to me.

EXT. PRISON ROAD -- DAY

An Army Jeep swerves up the road leading to the Superintendent's mansion, passing the men of Camp 8 as they chop weeds along the drive. The Jeep pulls to a halt in front of the big house.

Young CAPT. TOM BURNETTE helps MAE ROSE out of the car. The prisoners stare furtively at her long legs and curly blonde tresses. The little girl has grown into a comely young woman.

CONTINUED:

CLAUDE
Looks like little Mae Rose has grown up.

RAY
And out.

Next to them, Can't Get Right stares openly, mesmerized by her beauty. Claude nudges him.

CLAUDE
Be cool, man. You can look, just don't drool.

Up at the mansion, Abernathy and his WIFE come out onto the porch, all smiles.

ABERNATHY
How was the honeymoon? Am I gonna be a grandaddy soon?

MRS. ABERNATHY
Hush, Theodore. Tom, you're going to stay for supper, aren't you?

TOM
Afraid not. I'm shipping out this afternoon.

The prisoners steal glances as Mae Rose kisses her new husband goodbye. She gives them quite a show, raising her leg behind her just like Betty Grable. Then Tom climbs into the Jeep and pulls away.

Mae Rose takes a long glance at the prisoners. The men all look away -- except Can't Get Right who stands there smiling innocently. Mae Rose gives him a little wink, then turns her back and bounces up the steps.

EXT. BASEBALL FIELD -- DAY

Ray catches for Claude, who's hitting grounders around the infield. The incorrigibles of Camp 8 are preparing for a big game with the inmates of Camp 12.

RAY
Hey, Claude, you hear they're laying a new sewer pipe?

CLAUDE
So? Poker Face, you gotta lead 'em to the bag with the ball!

CONTINUED:

RAY
You know what I'm saying.

CLAUDE
Yeah, I know what you're saying. And I'm saying I'm not gonna crawl through everybody's doody just to spend another month in the hole. Look alive, Radio!

Claude whacks the ball down the third base line.

RAY
Come on, man, when they break through to the main line, I'm telling you it's gonna be a conduit to freedom.

CLAUDE
It's gonna be a conduit to the septic tank.

Beyond the fence, a late-model sedan rolls up. STAN BLOCKER, in a straw hat and a rumpled suit, climbs out and stretches his legs. Irritated, he smacks a mosquito and calls out to Claude and Ray.

BLOCKER
Who's the manager of this team?

CLAUDE
I am.

Claude hands Ray the bat and heads over to the fence.

CLAUDE
Claude Banks.

BLOCKER
Stan Blocker. I work for the Pittsburgh Crawfords. Negro Leagues. You ever hear of us?

CLAUDE
Sure, we get the games on the radio sometimes.

BLOCKER
We played down in Jackson yesterday. Heard a rumor you've got a boy up here who can hit the ball a ton.

CONTINUED: (2)

CLAUDE
You probably mean Can't Get Right. That's him right over there.

BLOCKER
Can I talk to him?

CLAUDE
He don't talk, but I do.

BLOCKER
This kid's as good as they say, we might be interested in signing him.

CLAUDE
Maybe you didn't notice, but he's in prison.

BLOCKER
There are ways around that.

Blocker winks and takes a seat on the bench. Claude chews on this information as he turns back to his managerial duties.

EXT. BASEBALL FIELD -- DAY

The inmates of Camp 12 are in the field. Our boys from Camp 8 cheer for Cookie digging in at the plate. Ray taunts the opposition from the third base line.

The PITCHER winds up and releases a fast ball. Cookie swings and connects for a base hit up the middle.

While Can't Get Right warms up in the on-deck circle, his attention is drawn to a convertible pulling up on the other side of the fence. Mae Rose removes her sunglasses and sits up on the back of her seat for a better view of the game. Can't Get Right smiles shyly.

Sensing trouble, Claude ushers Can't Get Right toward the plate, massaging his shoulders.

CLAUDE
You're my boy, just keep what little mind you have focused on the game. If you hit that ball the way I know you can, you might just be my ticket off this farm.

Can't Get Right digs in. Claude returns to the sidelines and appeals to the gods. The pitcher winds up and releases a fast ball. Can't Get Right connects with that familiar CRACK! Blocker stands up and watches the ball clear the fence and just keep going.

(CONTINUED)

CONTINUED:

BLOCKER
That ball must have gone six hundred feet.

CLAUDE
Yeah, he's not feeling too good today. Must have a cold or something.

With his team cheering him on, Can't Get Right trots around the bases. But he's still looking at Mae Rose.

EXT. BASEBALL FIELD -- DAY

The game is over. Blocker is preparing to leave. Claude runs up to the fence.

CLAUDE
What did you think?

BLOCKER
I think that boy could be the next Josh Gibson.

CLAUDE
So then we'll be hearing from you?

BLOCKER
Anything's possible. You take care, Mr. Banks. You've done a good job with that boy.

Claude's eyes gleam with hope as Blocker's car rumbles off down the road.

EXT. SUPERINTENDENT'S MANSION -- NIGHT

Inside, a woman screams in agony. Then, the HEALTHY CRIES of a new-born baby.

INT. MAE ROSE'S BEDROOM -- NIGHT

With a stricken look, Mrs. Abernathy staggers out from behind a white curtain surrounding Mae Rose's bed. She tries to hold on, but her legs go wobbly and she faints dead away.

INT. HALLWAY -- DAY

Superintendent Abernathy paces anxiously. The DOCTOR steps into the hall, shutting the door behind him.

CONTINUED:

ABERNATHY
Is everything okay, doctor?

DOCTOR
Mae Rose is doing just fine.

ABERNATHY
And the baby?

DOCTOR
(vague)
He's a big one.

ABERNATHY
It's a boy! Well, let's get a look at him.

Abernathy pushes past the doctor and into the room.

INT. MAE ROSE'S BEDROOM -- DAY

Abernathy stops in the center of the room. His wife is stretched out in an easy chair, nervously fanning herself. Mae Rose is propped up in bed, looking exhausted.

ABERNATHY
Well, where is he?

The NURSE turns around, cradling the baby in her arms. Abernathy gently pulls back the soft blanket. His eyes widen with horror upon discovering that the newest member of the Abernathy family is black.

EXT. CAMP 8 YARD -- DAY

Can't Get Right bounces a baseball off the wall, catching it on the rebound.

INT. BUNKHOUSE CAGE -- DAY

Ray passes around his latest batch of buck as the men discuss Can't Get Right's professional prospects. The thump-thump of the baseball on the wall outside plays over.

POKER FACE
You really think they'll let him out of here just to play baseball?

WILLIE
Why not? Boy's got God-given talent.

CONTINUED:

CLAUDE
God may have given it, but Claude Banks spotted it and nurtured it. I expect those Pittsburgh Crawdads to remember that.

RAY
Crawfords.

CLAUDE
Whatever.

COOKIE
(glancing out the window)
Heads up, here comes trouble.

EXT. CAMP 8 YARD -- DAY

Abernathy drives his sedan up to the bunkhouse. All of his worldly possessions are strapped to the roof. It appears that the Abernathys are leaving town. In the back seat, Mae Rose cradles her baby. Her mother sits next to her. Dillard steps out into the yard to confer with the Superintendent, then turns to address the inmates.

DILLARD
Alright, listen up! I want every man lined up out here in the yard on the double! Let's move it!

HOPPIN' BOB
You heard what the man said! Move it!

EXT. CAMP 8 YARD -- DAY

Abernathy holds his newborn grandson up next to Ray's face. Hmm. Scowling, he moves a little further down the line, scrutinizing the features of each man. He pauses in front of Claude, holds up the baby. Maybe. Abernathy stops in front Goldmouth. Holds up the baby. The possibility makes him shudder. He moves on to Can't Get Right. His eyes narrow.

ABERNATHY
I know it was somebody from this camp. I can feel it in my bones.

Disgusted, Abernathy hands the baby back to Mae Rose. Then he turns, walks back to Can't Get Right and places a revolver against his head.

CONTINUED:

ABERNATHY
Do you know who the father of that little nigger baby is?

Can't Get Right nods slowly. Abernathy smiles.

ABERNATHY
Well, then, who is it?

Up and down the line, the men brace themselves for the worst. Can't Get Right just grins. Enraged, Abernathy cocks the revolver.

ABERNATHY
Have it your way, you damn, dumb fool ...

Claude steps forward.

CLAUDE
The baby's mine, boss.

Stunned, Abernathy lowers the gun and approaches Claude. Then Ray steps forward.

RAY
He's lying, boss. I'm the father of that baby.

Confused, Abernathy looks back and forth between the two men. Then Willie steps forward.

WILLIE
Actually, it was me, boss. I know I may look old ...

COOKIE
Any fool could see that baby's mine, boss.

POKER FACE
I'm the father ...

RADIO
I'm the father, boss ...

GOLDMOUTH
I'm the father ...

And so it goes down the line, until every last man of Camp 8 has stepped forward to claim kinship with the Superintendent. Even hard-ass Dillard can't help cracking a smile. Disgusted, confused and thoroughly fed up, Abernathy jams the revolver into his belt and climbs into the car. As he guns the engine,

CONTINUED: (3)

Mae Rose gazes out the back window, smiling one last time at the father of her baby. Can't Get Right smiles back.

DISSOLVE TO:

INT. BUNKHOUSE -- DAY

Radio fine tunes the dial, bringing in some big band music.

RADIO
Hey, fellas! I got Chicago.

He snaps his fingers and starts dancing to the music. The CAMERA PANS over to the card table where Poker Face is schooling some NEWBIES in the finer points of five card stud.

Lying in his bunk, Claude peruses a month-old edition of the Baseball Digest. At the footlocker, Ray is pouring water into his moonshine still. Willie steps up and furtively pulls a brown paper package from under his shirt.

WILLIE
Two pounds of pure cane sugar, just like you asked. Don't think it was easy to get, either.

Ray pours the sugar into the still. Just then, Can't Get Right walks past heading for the door. He's dressed in civilian clothes, his bindle slung over his shoulder.

CLAUDE
Hey, Can't Get Right, where you going? Why you dressed like that?

Can't Get Right holds out a piece of paper which Claude scrutinizes.

CLAUDE
It's a pardon from the governor.

RAY
Let me see that.

The incorrigibles gather around for a glimpse at Can't Get Right's ticket to freedom.

CLAUDE
Where'd you get this?

Can't Get Right nods out the window. Stan Blocker is waiting by his car.

EXT. CAMP 8 YARD -- DAY

Claude storms across the yard and stops at the gun line.

CLAUDE
Yo, Blocker, what's going on here?

BLOCKER
Kid's getting out. Isn't that what you wanted?

CLAUDE
Well, sure it is, but I gotta go with him. I didn't see my name on that pardon anywhere.

BLOCKER
Pardons don't come cheap, Claude. Besides, you were never part of the deal.

CLAUDE
I taught that boy everything he knows. He can't function without me.

BLOCKER
Don't worry, we'll take good care of him.

Dillard escorts Can't Get Right up to the gun line, where the kid stops. He looks at both shooter shacks.

DILLARD
It's alright. You're a free man now.

Can't Get Right steps across the gun line. He turns and looks at Claude who steels himself to the reality of the situation.

CLAUDE
You show them Crawfords how to play ball. Make 'em throw strikes.

Can't Get Right nods and climbs into the car. Blocker tips his hat and climbs behind the wheel. Claude watches Blocker's car drive off under a red Mississippi sunset. Ray steps up next to him.

RAY
One of the new kids said they're farming those acres just north of the swamp. He said he saw a crop duster flying around the place.

Ray waits for Claude to take the bait. But Claude just stares after the car.

(CONTINUED)

CONTINUED:

RAY
He said they keep it parked out behind the barn. You know what I'm saying. We'll soar into the sky on wings of freedom.

CLAUDE
I'm not in the mood right now, Ray.

RAY
Can't be that hard to fly a plane. Lots of people do it.

CLAUDE
They're called pilots! I'm serious, Ray. I'm not in the mood for one of your stupid, fucked-up plans right now.

RAY
I don't see you coming up with any plans.

CLAUDE
(getting mad)
My plan is on his way to Pittsburgh right now. That congenital idiot just got himself a pardon signed by the governor thanks to me, but I can't do nothing for myself.

RAY
Crop duster.

CLAUDE
I ain't getting in no airplane with you. No sewer pipes, no maps. They threw us in this God-forsaken place for life. I'm finally wrapping my mind around the concept. Don't you get it, Ray? We're gonna die here!
(beat)
Might as well head up to the cemetery, pick a plot and start digging.

Suddenly enraged, Ray hauls off and knocks Claude down with a solid right. Surprised, Claude touches his bloody lip.

RAY
My daddy died in prison. He gave up hope and hung himself. What you're talking about is the same damn thing. That ain't how I'm going.

CONTINUED: (2)

CLAUDE
Maybe you're fooling yourself, Ray. Maybe you're just a chip off the old block.

RAY
Take that back or we ain't friends no more, Claude Banks.

CLAUDE
Here's a news flash, Ray. We never were friends. We've just been stuck together for 12 years. It's been nothing but bad luck since the moment we laid eyes on each other. Every time I look at you I get sick to my stomach thinking about what my life could have been if I'd never bumped into Ray Gibson.

This hurts Ray deeply. A hard look comes to his eyes as Claude rises to his feet.

RAY
Well, if that's the way it is, then I have nothing left to say to you.

CLAUDE
You never said nothing of value anyway.

Ray walks away, leaving Claude to nurse his split lip.

DISSOLVE TO:

INSERT -- TIME PASSAGE

In his Pittsburgh Crawfords uniform, Can't Get Right lays into a fast ball, sending it soaring into the bleachers ... People dance in the street in Time Square, marking the end of WWII ...

Hoppin' Bob drops a package on Ray's bunk. Ray rips off the brown paper to reveal a book: "So You Want to Learn to Fly ..." Claude and Sylvia make love in the tonk house ... In the mess hall, Ray pointedly carries his tray past a table where Claude sits with Willie ...

An A-bomb explodes in the Bikini Atolls ... Jimmy Stewart hugs his wife and children at the end of "It's a Wonderful Life" ... Jackie Robinson slides across home plate at Ebbets Field ...

Ray runs full tilt across a field toward a barn. Sure enough, there's the single engine crop duster parked right where he said it would be ... Claude and another INMATE repair a hole

(CONTINUED)

CONTINUED:

in the bunkhouse roof. They dive for cover as Ray's crop duster swoops low overhead and dips out of sight beyond the trees. A puff of smoke rises into the sky ... Soot-stained, Ray is marched to the hole and shoved inside ...

Newly elected president Harry Truman holds up a copy of the Chicago Tribune baring the headline "Dewey Defeats Truman" ... RCA unveils the first color television ... Cars pull up next to speaker poles in front of a drive-in movie screen ...

In the bunkhouse, early rock and roll plays on a modern 1950s radio that sits where the old vacuum tube receiver used to be. A YOUNG TOUGH now occupies Radio's old bunk ... At the poker table, Poker Face slumps forward onto his pile of chips, revealing a straight flush. The other men quickly fold ... With a TRUSTY standing guard, Claude and Ray silently shovel dirt into Poker Face's grave ...

Marilyn Monroe's skirt rises on a blast of subway air in "The Seven-Year Itch" ... Rosa Parks is arrested for refusing to sit in the back of the bus ... Elvis Presley creates a sensation on the Ed Sullivan Show ... School children learn to "duck and cover" in the event of nuclear attack ...

The inmates of Camp 8 work to level a road. Ray's on one side, Claude's on the other ... Prisoners mingle with friends and family on visiting Sunday. Claude waits on the bunkhouse steps. His face brightens when Sylvia appears ...

Blacks sit-in at lunch counters in Greensboro, N.C. ... Kennedy is elected ... Chubby Checker does the twist ... Martin Luther King delivers his "I have a dream" speech at the Lincoln Memorial ... The Zapruder footage of Kennedy being shot ...

Soaked from a rain storm, Ray climbs into the truck to find that the only seat left is next to Claude. Scowling, he gestures to a YOUNG INMATE to trade spots. Ray sits down next to a MUSLIM INMATE wearing a skullcap ... Claude makes love to Sylvia. Suddenly, his back seizes up and he tumbles off the bed in a paroxysm of pain ...

American soldiers jump down from helicopters and run for the jungles in Vietnam ... Ford introduces the 1965 Mustang ... The assassination of Malcolm X ... Muhammad Ali looms over Sonny Liston, asking "What's my name?" ...

Silently, Claude and Ray shovel dirt over another casket. Ray pounds a simple marker into the ground: Cookie. Briefly, they lock eyes. But neither one speaks and the moment passes ...

Go-Go dancers ... Mao Tse Tung ... Jimi Hendrix at the Monterey Pop Festival ... TV's Batman and Robin battle the

CONTINUED: (2)

forces of evil in Gotham City ... Black Panthers ... Peace Protesters ... The death of Martin Luther King ... Robert Kennedy ...

EXT. CAMP 8 YARD -- DAY

Another visiting Sunday. Prisoners mingle with wives and family members who sport the fashions of the times -- Afros, mutton chops, paisley prints and bell-bottom pants.

Out under a tree, Ray, Willie and a few other fellas listen to a ballgame on a transistor radio.

Claude sits on the porch steps waiting for Sylvia. A YOUNG WOMAN steps up.

YVETTE
Are you Claude Banks?

CLAUDE
Yeah.

YVETTE
My name's Yvette. Sylvia sent me.
(indicating his ears)
You look just like she said.

CLAUDE
She's alright, isn't she?

YVETTE
She's fine.
(uneasy)
She really likes you, Claude. She always said that if you were on the outside ...

CLAUDE
(bracing for bad news)
But I'm not on the outside. I'm in here.

YVETTE
Sylvia, uh ... she got married last month.

CLAUDE
Married?

YVETTE
Real nice guy, too. Trumpet player. They moved down to New Orleans.

Claude takes this in, staring off into space.

CONTINUED:

YVETTE
She's sorry she won't be seeing you anymore. Anyway, she wanted me to take care of you.

CLAUDE
Take care of me?

YVETTE
You know, go to the tonk or whatever.

CLAUDE
I'm too old for you. Besides, I'm not much in the mood.

YVETTE
Want me to come back some other time?

CLAUDE
(shaking his head)
Nice girl like you don't belong in a place like this. But if you talk to Sylvia, tell her old Claude said congratulations.

EXT. CAMP 8 YARD -- DAY

Claude stands at the gun line, staring across at the Dillard house. Mrs. Dillard places a couple of pies on the windowsill to cool. Claude sniffs the air and licks his lips.

CLAUDE
(murmuring)
Whites only pies ...

Suddenly, he makes a break for the Dillard house.

TRUSTY
Man over the line!

Ray turns to see Claude dashing across no-man's land. Shots ring out from the shooter shack, kicking up dirt around Claude's feet as he serpentines across the field.

Breathless, Claude makes it to the kitchen window and digs his hand into the golden-brown crust, shoving a sloppy fistful of pie into his mouth. More shots ring out. Bullets PING all around him. Grabbing the pie, he darts around the side of the building, out of range. Back against the wall, he drops down on his haunches, snarfing pie like a hungry wolf.

EXT. CAMP 8 YARD -- DAY

A case of empty Coke bottles sits in the middle of the yard, glinting in the hot sun. His face smeared with boysenberry, Claude finishes taking off his boots and socks and steps barefoot onto the bottles.

DILLARD
Comfortable?

CLAUDE
As a pair of fur-lined bedroom slippers, boss.

DILLARD
We'll see what those slippers feel like after, say, 24 hours. And if you step down off them bottles -- if one toe so much as touches the dirt -- one of these boys is gonna shoot you dead.

TRUSTY
Let me watch him, boss.

DILLARD
No, we need a special man for this job.

He takes the trusty's rifle and moves among the inmates, who have gathered around. He stops when he gets to Ray.

DILLARD
How about it, Ray?

Ray glances at Claude, then back at Dillard.

DILLARD
I'll make you trusty right now. If that pie-eatin' son of a bitch falls off those bottles and you have to shoot him, I'll see to it you get a pardon. Hell, I'll personally escort you out the gate.

Dillard offers the rifle to Ray, who doesn't have to think too long.

RAY
You don't want to give me a gun, boss. I'm liable to use it on you.

EXT. CAMP 8 YARD -- SUNDOWN

Ray's been given the same treatment as Claude. Barefoot, balanced on Coke bottles, the two men stand a few feet apart

CONTINUED:

facing each other. A trusty with a rifle keeps an eye on them. After years of silence, the tension reaches the breaking point ...

CLAUDE
You're a sucker. I'd have taken that deal.

RAY
Excuse me? Are you talking to me?

CLAUDE
I'd have knocked you off those bottles, put a bullet in your ass and be half way to New York right now.

RAY
After all these years of blissful silence, I almost forgot how annoying the sound of your voice can be.

CLAUDE
I hope you don't think I owe you anything. Because I don't owe you a damn thing.

RAY
I didn't do if for you, anyway. I just ain't no boot-licking trusty, that's all.

The trusty tightens his grip on his rifle. He'd love the opportunity.

CLAUDE
I was sorry to hear about your mama passing.

RAY
That was five years ago.

CLAUDE
I know, but since we're talking, I thought I'd mention it.

RAY
We're not talking, you're talking, and doing too damn much of it, if you ask me.

They stand in stony silence. Then Ray starts to laugh. A long, low belly laugh.

CONTINUED: (2)

CLAUDE
What?!

RAY
You sure looked funny running for those pies, bullets flying all around you.

CLAUDE
Bullets weren't the problem. That pie was too hot. Burned my tongue.

The two men start to laugh. Really laugh. Nearly a decade's worth of laughter comes welling up out of them, and they nearly lose their balance, which only makes them laugh harder.

EXT. CAMP 8 YARD -- DAY

A trusty bangs the rap iron. Young prisoners pour from the bunkhouse and line up for breakfast. Claude and Ray bring up the rear, the elder statesmen of the bunch. By a long shot.

DILLARD
Fourteen acres today and only 12 hours of daylight! Eat up and move it out! Gibson! Banks! Get your sorry asses over here!

Claude and Ray step out of line and approach Dillard.

DILLARD
Every morning I wake up praying that Ray Gibson and Claude Banks have died in their sleep and every morning you disappoint me.

RAY AND CLAUDE
Sorry, boss.

DILLARD
I stand before you a defeated man. Try as I might, I can't seem to break you. I swear, if they dropped a nuclear bomb on this camp, you and the cockroaches would be the only things left. But starting today at least I won't have to endure your presence any longer. You've got fifteen minutes to clear out your footlockers. You're both being reassigned to the Superintendent's mansion. And I, for one, will not miss you.

Ray and Claude share a look. Then Ray embraces Dillard, who stoically endures the breach of his personal space.

CONTINUED:

RAY
I always wanted to do that.
(sighing)
There is so much love inside of this man.

EXT. SUPERINTENDENT'S MANSION -- DAY

Up on the porch, Claude brings a tray of minted iced tea to Superintendent Wilkins, who sets aside his bible and washes down a couple of pills.

Before going back inside, Claude can't resist taunting Ray, busy trimming a hedge out in the hot sun.

CLAUDE
Oh, yard boy, these pansies could use some attention over here. Perhaps some fertilizer would restore their exuberance.

EXT. MARSH -- DAY

Claude and Ray beat the bulrushes with switches, rustling a couple of pheasants from their hiding spot. As the birds take wing, Wilkins aims his shot gun and fires twice in rapid succession. Both birds fall from the sky in a flutter of feathers.

INT. SUPERINTENDENT'S MANSION -- NIGHT

Wilkins fiddles with the antenna on his RCA. On the screen, WALTER CRONKITE provides live commentary of the Apollo 11 mission to the moon.

EXT. SUPERINTENDENT'S MANSION -- NIGHT

Ray and Claude peer in through the window just as Neil Armstrong climbs down from the lunar module and sets foot on the moon's surface.

NEIL ARMSTRONG
(over television)
... That's one small step for a man, one giant leap for mankind.

Instinctively, they turn and look up at the night sky -- the moon floats in a sea of stars.

RAY
How 'bout that, Claude? There's a white man up there right now.

CONTINUED:

CLAUDE
Think he looks like Dillard?

With a last glance at the moon, they head off toward the servant's quarters.

INT. SUPERINTENDENT'S MANSION -- DAY

Claude fills Wilkins' water glass as the Superintendent takes a bite of lamb chop and winces in pain.

WILKINS
Damn dentures slipping again. Everything falls apart when you grow old, eh, Claude? Time sure marches on.

CLAUDE
Yes, boss.

WILKINS
You know, I'm fixing on retiring at the end of the summer, gonna try to enjoy what few years I have left. What do you think of this place? It's one of those new retirement communities down on the Gulf.

Claude glances at a glossy brochure. From outside, Ray peers suspiciously through the dining room window as he hacks at a rose bush.

CLAUDE
Ocean views, palm trees, two heated swimming pools and a golf course -- sounds a damn sight better than that infirmary across the way where I'm gonna end up.

Claude returns the brochure.

WILKINS
I apologize, Claude. That was rude of me.

CLAUDE
That's alright, boss. Takes a lot more than a colorful brochure to hurt my feelings.

WILKINS
You been at Parchman for quite a spell, haven't you?

CONTINUED:

CLAUDE
Over forty years now. Me and Ray Gibson out there.

Wilkins glances over at the window. Ray ducks out of view.

WILKINS
Forty years. That's a long time for any crime, even murder.

CLAUDE
It's a hell of a lot longer when you're innocent.

WILKINS
Half the men in this prison swear they're innocent. Don't you think that's kinda funny?

CLAUDE
You have to forgive me if I don't laugh.

Claude pushes back into the kitchen, leaving Wilkins to think this one over.

INT. SERVANTS' QUARTERS -- NIGHT

Ray and Claude are getting ready for bed.

RAY
You and Wilkins sure are getting chummy. You two planning on going steady, or something?

CLAUDE
He's just a lonely old man. He likes to talk.

RAY
Hey, I'm a lonely old man. I like to talk, too. So why don't we start by talking about what kind of a plan you're working on?

CLAUDE
I'm not working on a plan.

RAY
You can't fool me, Claude. I know you got something brewing.

CONTINUED:

CLAUDE
Goodnight, Ray.

Claude punches his pillow and turns off the light.

EXT. SUPERINTENDENT'S MANSION -- DAY

Ray hacks a rose bush down to the nub. From the garage comes the sound of an engine turning over. Wilkins' 1973 Lincoln Continental convertible lurches down the drive with Claude at the wheel. He screeches to a halt inches from Ray's legs and climbs from the car.

RAY
What the hell are you doing?

CLAUDE
Don't touch that car.

Claude pulls out a hanky and buffs Ray's finger print off the hood.

CLAUDE
Wilkins' driver's got the flu, so he asked me to fill in for him.

RAY
You haven't driven in 40 years. Man's taking his life in his hands, putting you behind the wheel! Where you taking him?

CLAUDE
Greenville. We're picking up the new Superintendent at the train station.

Ray scowls as Claude straightens his chauffeur uniform and heads up the path to the mansion.

EXT. PARCHMAN PRISON GATE -- DAY

The GUARD waves Wilkins' Continental through, no questions asked. The big car turns north on the main highway.

INT. CONTINENTAL (MOVING) -- DAY

Claude drives carefully down the ribbon of asphalt. From the back seat, Wilkins catches him laughing.

WILKINS
Mind letting me in on the joke?

CONTINUED:

CLAUDE
I must have paved this road a dozen times. Never thought I'd be driving it in a Lincoln Continental. Swear to god, if I had a car like this I'd just live in it. You could get married and raise a family in that back seat.

EXT. GREENVILLE TRAIN STATION -- DAY

Claude pulls up in front of the station, steps out of the car and holds the door for Wilkins. Down the tracks, a passenger train approaches, whistle blowing. Wilkins checks his watch.

WILKINS
I'll be right back.

Wilkins heads into the station, leaving Claude with the Continental. He climbs out of the car. All around him are the sights, sounds and smells of the free world. And the world sure has changed since he was last on the outside. Hesitantly, he moves around to the back of the car and pops open the trunk.

RAY
(climbing out)
Damn, it was getting hot in there.

CLAUDE
What the hell are you doing in that trunk?!

RAY
You didn't think I was gonna let you escape alone, did you?

CLAUDE
I ain't escaping! We're picking up the new super just like I told you.

RAY
Then you're lucky I came along. Doesn't take a visionary to spot a golden opportunity like this.

CLAUDE
Get back in that trunk.

RAY
I ain't getting back in that trunk. We have the chance right here, right now, I say we go!

CONTINUED:

CLAUDE
Go where, Ray?

RAY
I don't know. Back to New York for starters.

CLAUDE
And what will we do when we get there?

RAY
What's going on with you, Claude?

CLAUDE
What's going on with me? I'll tell you what's going on with me. The same thing that's going on with you.

He pulls Ray over to the side of the car and shows him their reflection in the car window.

CLAUDE
What do you see there, Ray? You know what I see? A couple of old dudes that just don't fit in this world anymore.

Ray glances darkly at the street life around him. There's something in what Claude says, but he shakes it off.

RAY
I'll tell you where we don't fit and that's at Parchman Farm.

CLAUDE
I'm sixty-five years old, Ray. So are you. What are we gonna do out here? Get married, have kids, settle down? That boat sailed without us, man.

RAY
This boat's gonna sail without you, too, if you don't get it together real fast.

CLAUDE
I'm sorry, Ray. I just can't do it.

Ray shakes his head sadly.

RAY
Alright, suit yourself. I don't care if I last one day out here. At least it's one day of freedom. Now gimme those keys.

CONTINUED: (2)

CLAUDE
Forget about it. You run if you want to, but you're not taking this car.

RAY
Claude, man, I'm serious. Give me those keys.

CLAUDE
I ain't spending a month in the hole so you can take a joy ride. You can't have these keys.

RAY
Don't make me take them away from you.

CLAUDE
You go ahead and try.

Ray considers this and then goes for it. The two men struggle for possession of the keys, wrestling each other to the ground. Finally Ray resorts to biting Claude's hand. Screaming, Claude releases the keys. Ray struggles to his feet, clutching the prize.

RAY
Tell Wilkins thanks for the wheels.

Ray climbs behind the wheel of the car, turns the engine over. He looks back, preparing to back out of the parking space. Instead, he lurches forward, hitting the parking meter and knocking his head on the steering wheel.

Claude climbs to his feet and checks the damage. The car's alright but Ray's out cold. And people are starting to stream from the station. Thinking quick, Claude hoists Ray out of the car, drags him around back and dumps him into the open trunk just as Wilkins steps up with his guest. Smiling graciously, Claude relieves the man of his suitcase and tosses it on top of Ray, quickly slamming the trunk shut.

As Claude holds open the car door, he gets his first good look at the man who will be the next superintendent of Parchman Farm. WARREN PIKE'S hair has gone gray and he still bears a nasty scar from a wound inflicted long ago, but there's no mistaking the former sheriff of Natchez County.

INT. CONTINENTAL (MOVING) -- DAY

Gripping the wheel, Claude glances in the rearview. Pike appears as a YOUNG MAN in his sheriff's uniform. Claude blinks and glances back. Pike is old once again.

CONTINUED:

PIKE
What are you looking at, boy?

CLAUDE
Nothing, boss.

Claude turns his attention back to the road.

EXT. KITCHEN PORCH -- DUSK

Backs to the CAMERA, Ray and Claude urinate, presumably off the porch.

RAY
Well, here we are Claude. Some call it prison, but we call it home. Wonder how much you're gonna like it once the new super takes over. You sure it was him?

CLAUDE
Some faces you just don't forget. Warren Pike's is one of 'em.

RAY
I don't like it, I don't like it one bit. We shoulda taken that car when we had the opportunity. We'd be half way to New York by now.

CLAUDE
Hey, man, you're peeing on my shoe.

RAY
I know.

Simultaneously, they shake and zip. Claude bends down and picks up a bowl of gumbo, placing it on a tray next to an identical one.

INT. DINING ROOM -- DAY

Wilkins pours a frosty drink and offers it to Pike.

WILKINS
Lemonade?

PIKE
I prefer bourbon.

WILKINS
I'm sorry, I don't keep any liquor in the house.

CONTINUED:

PIKE
Well, fortunately, I carry my own.

Pike pulls a flask from his jacket and tilts it high. Claude enters from the kitchen with the two steaming bowls of gumbo.

WILKINS
Hunting's been pretty good on the farm the last few years. It's one of the perks of the job. If you're interested, tomorrow I could show you some of my favorite spots.

PIKE
You don't have to twist my arm.
(digging in)
Say now, that gumbo has quite a kick.

WILKINS
Thank you, Claude. That'll be all for tonight.

CLAUDE
Goodnight, Mr. Wilkins. Mr. Pike.

WILKINS
Goodnight, Claude.

Pike nods coldly. Claude steps back into the kitchen.

PIKE
If you don't mind my saying, you seem mighty familiar with your house boy.

WILKINS
I believe in treating the convicts with respect, if that's what you mean.

PIKE
(sarcastic)
Respect? Well, isn't that progressive.

WILKINS
If somebody deserves respect, Mr. Pike, they receive it from me, convict or no convict.

Pike curls his lip with disdain before taking a healthy spoonful of gumbo.

EXT. MARSH -- DAY

Claude and Ray beat the bullrushes with switches. Amid a flutter of wings, three pheasants take to the air. Wilkins fires first, knocking one out the sky. Pike pulls off two rounds, playing clean up.

EXT. FIELD -- DAY

Ray and Claude dump their game bags into the back of a pickup truck. Nearby, Pike drains his flask while Wilkins scrapes mud off his boots. The breeze picks up, clouds fill the sky.

WILKINS
Well, that's a pretty good haul. What do you say, Mr. Pike? Ready to call it a day?

Pike pulls a gold watch from his pocket and releases the face plate. A familiar mechanical tune floats on the gathering breeze. Ray turns around slowly. His eyes fall on the watch in Pike's hand. His daddy's watch. In Pike's hand.

PIKE
Yeah, it's getting late. I could sure use a bath.

RAY
That's a real nice watch you got there, sir. Fancy old thing even plays a little tune.

PIKE
Yeah, it's special. They don't make 'em like this anymore.

RAY
Sure don't. Mind if I ask where you got it?

PIKE
Why, my wife gave it to me on our anniversary some years back.

Claude looks at the watch, then at Ray. Uh oh.

RAY
Must have been some time ago. Maybe forty years?

CONTINUED:

PIKE
(eyes narrowing)
Something like that, yes.

RAY
She give you that scar, too?

Pike thrusts the barrel of his gun up under Ray's chin.

PIKE
I oughta shoot you for that comment, boy.

RAY
Like you shot Winston Hancock?

Wilkins turns to see Pike holding Ray at gunpoint.

WILKINS
What's going on here?

PIKE
I'm afraid I'm gonna have to teach this uppity nigger a lesson in manners.

RAY
That's Mr. Uppity Nigger to you.

Ray grabs the barrel of the shotgun and slams it into Pike's face. Pike rolls over and freezes, staring down the barrel of his own gun now in Ray's hands. Confused, Wilkins points his gun at Ray.

CLAUDE
Cool it, Ray. You're gonna get us in a lot of trouble.

WILKINS
He's right, Gibson. Put down the gun and we'll work this out.

RAY
I'm gonna work this man's brains out the back of his head.

PIKE
Shoot him, Wilkins!

CLAUDE
Don't shoot, sir. I can deal with this.
(cautiously)
Ray, buddy, you don't want to shoot this white man. See, you do that, they'll kill you for sure. And it's not that I like
(MORE)

CONTINUED: (2)

CLAUDE (cont'd)
you or anything, but I've kinda gotten used to having you around.

RAY
Don't you get it, Claude? He's got my daddy's watch. That means he killed Winston Hancock and let us take the fall for it.

PIKE
He's crazy. Don't listen to him, Wilkins.

WILKINS
Do you realize what your saying, Gibson?

RAY
That watch was the only thing my daddy ever gave me. It meant the world to me. Winston Hancock lifted it off of me the night he died. Only it wasn't on him when Claude and I found him. I always knew whoever killed Winston took that watch. It was you. Sheriff Warren Pike of Natchez County. You're a real credit to the badge, you are.

PIKE
Goddamn it, Wilkins, shoot the nigger!

RAY
He shoots me, I swear I'll take you with me!

WILKINS
Is there any truth to what he's saying, Pike?

PIKE
What difference does it make? Natchez was better off without Winston Hancock! Who cares if a couple of no-account bootleggers went to jail for his killing? At least the state of Mississippi got 40 years of cheap labor out of the deal!

CLAUDE
Forty years of cheap labor! Gimme that gun.

Claude grabs for the gun.

CONTINUED: (3)

RAY
No, I'm gonna kill him --

CLAUDE
No, believe me, I'm gonna kill him!

Claude yanks the gun free and points it right in Pike's face. Wilkins trains his gun on Claude. But the moment passes. Claude lowers the gun. Bewildered, Wilkins does the same.

CLAUDE
I can't do it.

RAY
That's because you're soft. Gimme the gun.

CLAUDE
What'd you say?

RAY
I said you're soft.

CLAUDE
Don't call me soft, I hate it when you call me that.

Ray mouths the word -- "soft." Claude clenches his jaw, points the gun and pulls the trigger. Click.

Pike smirks and pulls a small gun from his boot. But as he raises it -- BLAM! Pike is hurled backward by a shotgun blast. Shocked, Ray and Claude look at Wilkins, his gun still smoking in his hands.

After a significant beat, Ray reaches down and gingerly retrieves his daddy's gold pocket watch.

RAY
I believe this is mine.

EXT. SUPERINTENDENT'S MANSION -- DAY

A gurney carrying Pike's body is lifted into the back of a van by two COUNTY CORONERS. Nearby, a distraught Wilkins tells his story to a couple of SHERIFF'S DEPUTIES.

WILKINS
... I was drawing a bead on a bird when Mr. Pike just stepped into my line of fire.

CONTINUED:

DEPUTY #1
Where were the two convicts when the shot was fired?

WILKINS
They were busy loading up the truck. We got him back here as quick as possible, but ... I just feel terrible about this ...

INT. MANSION -- DAY

Ray and Claude watch through the window as Wilkins talks to the deputies.

CLAUDE
Why don't he just tell 'em the truth?

RAY
He knows nobody wants to hear the truth.

One of the deputies pats Wilkins sympathetically on the back. Then he and his partner put away their notebooks and head for their vehicle. Wilkins heads up the steps and into the house.

WILKINS
Well, I think they bought it. One of the deputies belongs to my church.

Visibly shaken, Wilkins takes a seat, wiping the sweat from his brow with a handkerchief.

WILKINS
I realize there's no way ... There's nothing I can say to make up for forty years ... I'll have Charlotte prepare those pardon papers right away.

Wilkins winces and swallows a couple of pills from his box.

WILKINS
Claude, mind helping me to the bathroom?

CLAUDE
(giving him a hand)
Sure, boss.

WILKINS
I'm not your boss. Not anymore.

He steps into the bathroom, leaving Claude and Ray to look at each other.

CONTINUED:

EXT. PRISON CEMETERY (PRESENT) -- DAY

Jake looks at Willie expectantly.

JAKE
So Ray and Claude got their pardons, right?

LEON
(smacking him)
No, they didn't get their pardons, you dumb shit! If they'd got their pardons way back then, we wouldn't be burying them today, would we?

JAKE
(chewing on it)
Oh, right. Well, why didn't they get those pardons?

WILLIE
Old man Wilkins' never came out of that bathroom. Died right there on the crapper.

LEON
Just like Elvis.

WILLIE
Of course nobody believed Ray and Claude.

JAKE
That musta messed 'em up pretty bad.

LEON
What happened to 'em after that, Willie?

WILLIE
After that? Well, let's see. After that they got old. We all got old.

The CAMERA PANS across the graveyard to find Ray and Claude moving slowly between the grave markers, chopping weeds and generally sprucing the place up. Poker Face, Radio, Goldmouth, Cookie, Jangle Leg, Bendover -- the incorrigibles are all here. In the background, a YOUNG TRUSTY stands guard by the truck.

RAY
Nurse Doherty was checking my prostate this morning. I got an erection.

CONTINUED: (2)

CLAUDE
An erection, huh? Haven't had one of those in a while.

RAY
Tell me about it. Scared me at first. Then, before I could figure out what to do with it, it was gone. Imagine my disappointment.

CLAUDE
Imagine mine.

The trusty shouts from the truck.

TRUSTY
You two old farts just about done there? Let's get a move on before I get old, too!

Muttering, Ray and Claude snip a few more weeds and start heading for the truck.

RAY
One thing's for sure, I won't miss this place when I'm gone.

CLAUDE
Where you going?

RAY
Not too far. Never thought I'd admit it, Claude, but you were right.

CLAUDE
Of course, I was right. About what?

RAY
Don't you remember? You're the one who said this graveyard's the only way we're getting out of here. We're gonna join all the rest of 'em soon enough. Jangle Leg, Bendover, Goldmouth, Poker Face, Cookie, Radio -- yes sir, pick a plot and start digging ...

Ray totters on. Claude stops and looks back at the graveyard.

INT. PARCHMAN INFIRMARY -- DAY

"Oprah" blares on the television. Old convicts linger about in various states of repose and decay.

CONTINUED:

Over at a table, Ray and Claude play poker with Willie and a few other OLD DUDES. The currency on the table isn't poker chips, it's pills of various sizes and colors.

RAY
I'll see your two Cholestids, and raise you a Coumadine.

WILLIE
I got four Prozacs says you're bluffing.

The oldsters rustle with interest, pushing pills into the center of the table. This is some high-stakes poker.

RAY
I'll show you who's bluffing.

He flips a big pill into the pot.

WILLIE
Thorazine? Well, that's a little rich for my blood.

Willie tosses down his cards. One by one, the players fold. Chuckling, Ray sweeps his winnings into a paper cup. Across the room, Nurse Doherty enters with a tray of snacks. She, too, is showing the years.

NURSE DOHERTY
Who wants Jell-O?

The oldsters stampede toward her in a clatter of canes, walkers and artificial limbs.

RAY
Hey, where's everybody going? We got money on the table here!

CLAUDE
I was thinking about what you said this afternoon, Ray. It's a helluva idea.

RAY
What idea? I don't have no idea.

Claude thinks about it.

CLAUDE
Then I guess it's my idea.

CONTINUED: (2)

RAY
Are you trying to tell me you have a idea for busting out of here?

CLAUDE
Is that so hard to believe?

RAY
In a word? Yes.

CLAUDE
You don't want to hear it, you don't want to hear it. There's no shame in that.

RAY
I don't want to hear it.

CLAUDE
You'd only slow me down anyway.

Ray looks away in disgust. A DODDERING INMATE stands nearby slurping on Jell-O. His robe hangs open.

RAY
Hey, man, cover that shit up!

Claude walks away.

RAY
You better bounce that plan off me anyway, because it's probably all fucked up.
(glancing around)
Hey, Claude? Where you going? ...

EXT. INFIRMARY -- NIGHT

The building is dark. But then, through a first-floor window, we see the unmistakable orange glow of a fire.

INT. INFIRMARY -- NIGHT

An ALARM BLARES as the place fills with smoke. Wearing a robe and slippers, Nurse Doherty runs among the prisoners, helping them out the door.

EXT. INFIRMARY -- NIGHT

Coughing and disheveled, Ray emerges onto the lawn with the rest of the old prisoners. He's looking around for Claude, but he doesn't see him. Nurse Doherty takes a quick head count.

CONTINUED:

NURSE DOHERTY
Is everyone here?

RAY
Hey, where's Claude? I don't see Claude!

NURSE DOHERTY
Stay calm, Ray. We'll find him. Claude! Has anyone seen Claude?

RAY
Oh my god, he must still be in there.

Grimly, Ray starts toward the burning infirmary. Nurse Doherty holds him back.

RAY
I'm going in for him. He'd do the same for me.

NURSE DOHERTY
Wait for the firemen!

RAY
It'll be too late.

NURSE DOHERTY
You can't go in there, Ray! You'll never make it!

RAY
I can't let him die. Not now.

Ray shakes her off and runs up the steps, disappearing into the burning building.

INT. INFIRMARY -- NIGHT

Ray dodges flames as he presses into the inferno.

EXT. INFIRMARY -- NIGHT

Nurse Doherty, Willie and the rest of the inmates watch grimly as flames engulf the building. Nobody could survive this blaze. From the highway comes the siren wail of approaching fire engines. But it's too late. Sparks erupt into the night sky as the roof collapses ...

EXT. INFIRMARY -- DAWN

Fire trucks pull away from the smoldering ruins. A local REPORTER interviews witnesses. INVESTIGATORS comb through the wreckage, making notes. COUNTY CORONERS pull a couple of gurneys from the back of their van.

EXT. INFIRMARY RUINS -- DAY

Superintendent Bill Burke is led through the destruction by a FIRE INSPECTOR. They approach the coroners as they finish zipping up two body bags.

BURKE
How did it start?

FIRE INSPECTOR
Probably old wires. The place was a tinderbox just waiting to go.

BURKE
I guess we should have torn this old building down a long time ago.

FIRE INSPECTOR
Gibson made it this far before he was probably overcome by smoke. From the look of things, Banks never even made it out of bed.

Burke watches solemnly as the coroners wheel the bodies past him.

EXT. PARCHMAN PRISON -- DAY

Jake and Leon shake their heads and look at the two fresh graves.

LEON
Man, you really bummed me out. That's a terrible story.
(looking at Jake)
Are you crying?

JAKE
Hell, no! I just got something in my eye.

WILLIE
It's alright for a man to cry once in awhile. Just don't make a habit of it.

LEON
Hey, Willie, what was Claude's plan, anyway?

WILLIE
Nothing to it, really. They was gonna dig up a couple of bodies from this very cemetery. Then they was gonna set fire to the infirmary and make it look like it
(MORE)

CONTINUED:

WILLIE (cont'd)
was them that got stuck inside. They figured during the commotion, they could slip onto one of the fire trucks and hang tight until it rolled right on out of here in the morning.

The young inmates share a look, then glance into the graves, then look back at Willie.

JAKE
What makes you think it didn't work?

WILLIE
I never said it didn't work.

Leon and Jake do the arithmetic. You can almost hear the gears grinding under the strain.

LEON
You trying to tell us that's not Ray and Claude in those boxes?

Willie cackles and sets his electric wheel chair on auto-pilot, leaving the young inmates to guess at the truth.

JAKE
What do you think about that?

LEON
I think that old man lost his marbles about a hundred years ago. Come on, let's get this over with.

They pick up their shovels and go back to work burying the caskets.

INT. GREENVILLE FIRE STATION -- DAY

The CAMERA MOVES PAST a FIREMAN hosing down the truck, past another group of soot-stained FIREMEN eating breakfast, and pauses in front of two lockers. A couple of FIREMEN emerge from the showers wrapped in towels and open their lockers. They share a look.

FIREMAN #1
(to the room)
Alright, which of you assholes took our clothes?

EXT. YANKEE STADIUM -- DAY

Scalpers sell tickets. Vendors hawk souvenirs. Fans stream up from the subway and through the gates. Somebody is singing "The Star-Spangled Banner."

EXT. STANDS -- DAY

In the middle of a capacity crowd, a VENDOR fixes two hot dogs and passes them to a KID at the end of an aisle. The kid passes them to the MAN next to him, and so on down the line.

The CAMERA FOLLOWS the hot dogs from face to face, some old, some young, some black, some white -- it's New York City, after all -- and finally the hot dogs arrive in a pair of old, calloused black hands. Ray and Claude share a smile. For the first time in their lives they're just a couple of old-timers taking in a game.

MUSIC UP as the CAMERA BEGINS TO PULL BACK ...

CLAUDE
You get ketchup?

RAY
Ketchup? Who eats ketchup on a hot dog? Mustard's what you want.

CLAUDE
I can't eat it with mustard.

RAY
So then eat it plain.

CLAUDE
You see how many people touched that hot dog. Germs everywhere. Besides, I saw the hot dog guy in the bathroom urinating. He didn't wash his hands.

RAY
Gimme that damn thing.

CLAUDE
What am I gonna eat?

RAY
You can starve to death, for all I care.

Ray and Claude continue to ad lib over CREDITS ...

THE END